

**Exhibit B**

**Monthly Statements**

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X  
In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3283-LTS  
THE COMMONWEALTH OF PUERTO RICO, *et al.*, (Jointly Administered)  
Debtors.<sup>1</sup>  
-----X

In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3567-LTS  
PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY,  
Debtor.  
-----X

**COVER SHEET TO FIFTY-FIRST MONTHLY FEE APPLICATION OF PROSKAUER  
ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)  
FOR THE PERIOD JUNE 1, 2021 THROUGH JUNE 30, 2021**

**ALL FEES IN THIS MONTHLY FEE STATEMENT WERE INCURRED OUTSIDE OF  
PUERTO RICO**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of Applicant: Proskauer Rose LLP (“Proskauer”)

Authorized to Provide  
Professional Services to: Financial Oversight and Management Board, as  
Representative for the Debtor Pursuant to  
PROMESA Section 315(b)

Period for which compensation  
and reimbursement for fees and services  
is sought: June 1, 2021 through June 30, 2021

Amount of compensation sought  
as actual, reasonable and necessary: \$86,808.10

Amount of expense reimbursement  
sought as actual, reasonable and necessary: \$516.00

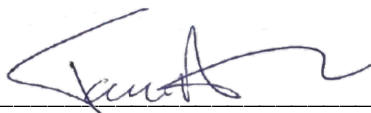
Total Amount for these Invoices: \$87,324.10

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer’s 51st monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for June 2021.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On July 28, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

HTA - General			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	0.80	\$682.40
207	Non-Board Court Filings	7.10	\$6,056.30
210	Analysis and Strategy	25.50	\$21,751.50
212	General Administration	2.90	\$843.90
215	Plan of Adjustment and Disclosure Statement	0.20	\$170.60
218	Employment and Fee Applications	5.80	\$1,687.80
219	Appeal	6.90	\$5,885.70
<b>Total</b>		<b>49.20</b>	<b>\$37,078.20</b>

HTA – Peaje			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
206	Documents Filed on Behalf of the Board	2.90	\$2,473.70
207	Non-Board Court Filings	0.30	\$255.90
210	Analysis and Strategy	1.50	\$1,279.50
<b>Total</b>		<b>4.70</b>	<b>\$4,009.10</b>

HTA – GDB DRA Lift Stay			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	0.20	\$170.60
206	Documents Filed on Behalf of the Board	6.50	\$5,544.50
207	Non-Board Court Filings	0.20	\$170.60
208	Stay Matters	1.80	\$1,535.40
210	Analysis and Strategy	44.90	\$38,299.70
Total		53.60	\$45,720.80

**Summary of Legal Fees for the Period June 2021**

**ACROSS ALL HTA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Brian S. Rosen	Partner	BSGR & B	\$853.00	1.80	\$1,535.40
Ehud Barak	Partner	BSGR & B	\$853.00	3.00	\$2,559.00
Jeffrey W. Levitan	Partner	BSGR & B	\$853.00	5.20	\$4,435.60
John E. Roberts	Partner	Litigation	\$853.00	1.30	\$1,108.90
Lary Alan Rappaport	Partner	Litigation	\$853.00	4.10	\$3,497.30
Matthew Triggs	Partner	Litigation	\$853.00	0.90	\$767.70
Michael A. Firestein	Partner	Litigation	\$853.00	10.00	\$8,530.00
Steven O. Weise	Partner	Corporate	\$853.00	63.80	\$54,421.40
Timothy W. Mungovan	Partner	Litigation	\$853.00	0.80	\$682.40
Adam L. Deming	Associate	Litigation	\$853.00	5.20	\$4,435.60
Joshua A. Esses	Associate	BSGR & B	\$853.00	1.80	\$1,535.40
Laura Stafford	Associate	Litigation	\$853.00	0.40	\$341.20
Megan R. Volin	Associate	Corporate	\$853.00	0.50	\$426.50
<b>TOTAL</b>				<b>98.80</b>	<b>\$84,276.40</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Angelo Monforte	Legal Assistant	Litigation	\$291.00	2.90	\$843.90
Natasha Petrov	Legal Assistant	BSGR & B	\$291.00	5.80	\$1,687.80
<b>TOTAL</b>				<b>8.70</b>	<b>\$2,531.70</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u> 107.50</b>	<b><u>Fees</u> \$86,808.10</b>
------------------------------	--------------------------------	------------------------------------



Summary of Disbursements for the period June 2021

ACROSS ALL HTA-RELATED MATTERS

EXPENSE CATEGORY	AMOUNTS
Westlaw	\$516.00
<b>TOTAL</b>	<b>\$ 516.00</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$78,127.29, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$516.00) in the total amount \$78,643.29.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

I further certify that, with respect to the fees and services rendered pursuant to this monthly fee statement, (i) Proskauer Rose LLP was not doing business in Puerto Rico and (ii) the services rendered by Proskauer Rose LLP were not performed in Puerto Rico.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 13 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051560**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
202 Legal Research	0.80	682.40
207 Non-Board Court Filings	7.10	6,056.30
210 Analysis and Strategy	25.50	21,751.50
212 General Administration	2.90	843.90
215 Plan of Adjustment and Disclosure Statement	0.20	170.60
218 Employment and Fee Applications	5.80	1,687.80
219 Appeal	6.90	5,885.70
<b>Total Fees</b>	<b>49.20</b>	<b>\$ 37,078.20</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 14 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051560

Description of Services Rendered					
<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Legal Research – 202</b>					
28 Jun 2021	Firestein, Michael A.	202	Research regarding DRA subordination issue (0.30).	0.30	255.90
30 Jun 2021	Volin, Megan R.	202	Review issues related to DRA lien/payment subordination and review bondholders' draft reply.	0.50	426.50
<b>Legal Research Sub-Total</b>				<b>0.80</b>	<b>\$682.40</b>
<b>Non-Board Court Filings – 207</b>					
26 Jun 2021	Firestein, Michael A.	207	Review new DRA adversary against Monolines (0.60); Draft multiple strategic memoranda on new DRA adversary to T. Mungovan and others (0.60); Telephone conference to T. Mungovan on new DRA action (0.20).	1.40	1,194.20
26 Jun 2021	Mungovan, Timothy W.	207	E-mails with P. Possinger, L. Stafford, M. Firestein, B. Rosen, and L. Rappaport regarding DRA's new adversary proceeding (0.30).	0.30	255.90
26 Jun 2021	Mungovan, Timothy W.	207	Call with M. Firestein regarding DRA's new adversary proceeding (0.10).	0.10	85.30
26 Jun 2021	Mungovan, Timothy W.	207	Review DRA parties' new adversary complaint (0.40).	0.40	341.20
27 Jun 2021	Firestein, Michael A.	207	Further review of DRA adversary including partial review of exhibits (0.40).	0.40	341.20
28 Jun 2021	Barak, Ehud	207	Review the DRA complaint filed over the weekend (2.80).	2.80	2,388.40
28 Jun 2021	Levitan, Jeffrey W.	207	Analyze DRA complaint and subordination issues (1.40); E-mails M. Firestein, E. Barak regarding DRA (0.30).	1.70	1,450.10
<b>Non-Board Court Filings Sub-Total</b>				<b>7.10</b>	<b>\$6,056.30</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 15 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051560

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Analysis and Strategy – 210</b>					
17 Jun 2021	Firestein, Michael A.	210	Review and draft e-mail to B. Rosen and M. Bienenstock on DRA intention on Monoline HTA claims (0.30); Telephone conference with E. Barak on strategy for same (0.20).	0.50	426.50
17 Jun 2021	Stafford, Laura	210	Review and revise draft letter regarding HTA settlement (0.30).	0.30	255.90
17 Jun 2021	Stafford, Laura	210	Call with A. Bosch regarding HTA letter (0.10).	0.10	85.30
21 Jun 2021	Weise, Steven O.	210	Review DRA issues.	3.30	2,814.90
22 Jun 2021	Weise, Steven O.	210	Review DRA issues.	1.30	1,108.90
23 Jun 2021	Firestein, Michael A.	210	Review new lift stay for HTA claim and related claim court order (0.10).	0.10	85.30
23 Jun 2021	Weise, Steven O.	210	Review DRA issues.	2.30	1,961.90
25 Jun 2021	Weise, Steven O.	210	Review DRA issues regarding standing and subordination.	2.40	2,047.20
26 Jun 2021	Weise, Steven O.	210	Review DRA issues regarding standing and subordination.	2.40	2,047.20
27 Jun 2021	Triggs, Matthew	210	Review and analysis of DRA declaratory action.	0.90	767.70
27 Jun 2021	Weise, Steven O.	210	Review DRA issues regarding standing and subordination.	1.20	1,023.60
28 Jun 2021	Firestein, Michael A.	210	Telephone conference with E. Barak on DRA subordination issue (0.20).	0.20	170.60
29 Jun 2021	Firestein, Michael A.	210	Research HTA stipulation issues and draft e-mail to O'Melveny on same (0.20); Draft new HTA tolling stipulation and memorandum to B. Rosen and L. Stafford on strategy for same (0.60); Review and draft correspondence to W. Natbony on DRA new subordination issues and adversary (0.20).	1.00	853.00
29 Jun 2021	Rappaport, Lary Alan	210	Review e-mails between M. Firestein, W. Natbony regarding DRA parties adversary complaint against Ambac, monolines (0.10).	0.10	85.30
29 Jun 2021	Weise, Steven O.	210	Review DRA issues regarding standing and subordination.	5.70	4,862.10
30 Jun 2021	Firestein, Michael A.	210	Review further revised HTA tolling stipulation and correspondence from O'Melveny (0.20); Review proposed order on HTA tolling stipulation (0.10).	0.30	255.90

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 16 of 121</b>	<b>Invoice Date</b>	26 Jul 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21051560

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
30 Jun 2021	Weise, Steven O.	210	Review DRA issues regarding subordination.	3.40	2,900.20
<b>Analysis and Strategy Sub-Total</b>				<b>25.50</b>	<b>\$21,751.50</b>
<b>General Administration – 212</b>					
02 Jun 2021	Monforte, Angelo	212	Review and revise joint appendix citations to appellees' answer brief (1.40); Revise page numbers to table of authorities regarding same (0.40).	1.80	523.80
08 Jun 2021	Monforte, Angelo	212	Review final 926 answering brief of appellee AAFAF and compile authorities cited in same per J. Roberts.	1.10	320.10
<b>General Administration Sub-Total</b>				<b>2.90</b>	<b>\$843.90</b>
<b>Plan of Adjustment and Disclosure Statement – 215</b>					
04 Jun 2021	Esses, Joshua A.	215	Review HTA best interests test materials.	0.20	170.60
<b>Plan of Adjustment and Disclosure Statement Sub-Total</b>				<b>0.20</b>	<b>\$170.60</b>
<b>Employment and Fee Applications – 218</b>					
09 Jun 2021	Petrov, Natasha B.	218	Continue drafting and revising Proskauer 11th interim fee application (1.20); Continue preparing exhibits to same (0.60).	1.80	523.80
10 Jun 2021	Petrov, Natasha B.	218	Continue drafting and revising Proskauer 11th interim fee application.	1.10	320.10
11 Jun 2021	Petrov, Natasha B.	218	Draft notice of filing for Proskauer 11th interim fee application.	0.30	87.30
17 Jun 2021	Petrov, Natasha B.	218	Review monthly statements for Proskauer 12th interim fee application (0.60); Perform calculations for same (0.70).	1.30	378.30
25 Jun 2021	Petrov, Natasha B.	218	Continue review of monthly statements for Proskauer 11th fee application (0.30); E-mails with M. Volin regarding same (0.20).	0.50	145.50
30 Jun 2021	Petrov, Natasha B.	218	Analyze exhibit received from D. Brown (0.20); Prepare related exhibit to Proskauer 11th interim fee application (0.40); Update Proskauer 11th interim fee application (0.20).	0.80	232.80
<b>Employment and Fee Applications Sub-Total</b>				<b>5.80</b>	<b>\$1,687.80</b>



<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 17 of 121</b>	<b>Invoice Date</b>	26 Jul 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21051560

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Appeal – 219</b>					
01 Jun 2021	Deming, Adam L.	219	Finalize 926 response brief, replacing all record citations with joint appendix citations and checking cites.	2.90	2,473.70
02 Jun 2021	Rappaport, Lary Alan	219	Review various First Circuit notices regarding appellants' filings regarding 926 appeal (0.10).	0.10	85.30
02 Jun 2021	Deming, Adam L.	219	Coordinate proof of finalized 926 brief with A. Monforte.	0.50	426.50
03 Jun 2021	Roberts, John E.	219	Review / revise final version of 926 answering brief and prepare for filing.	0.90	767.70
04 Jun 2021	Firestein, Michael A.	219	Review Circuit order on 926 intervention and related filings by DRA (0.10).	0.10	85.30
04 Jun 2021	Rappaport, Lary Alan	219	Review First Circuit order on DRA parties' motion to intervene on 926 appeal, review notices of filing of brief, brief (0.20).	0.20	170.60
04 Jun 2021	Roberts, John E.	219	Review, revise, and prepare for filing final 926 answering brief.	0.40	341.20
04 Jun 2021	Deming, Adam L.	219	Coordinate with printer regarding finalized 926 brief filing (0.40); Conduct research into federal appellate rules surrounding deferred joint appendices and finalized briefs, sharing findings with J. Roberts (1.00); Incorporate J. Roberts' comments to finalized brief (0.20); Check proof version and approve filing (0.20).	1.80	1,535.40
<b>Appeal Sub-Total</b>				<b>6.90</b>	<b>\$5,885.70</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 18 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051560

## Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Barak, Ehud	2.80	853.00	2,388.40
Firestein, Michael A.	4.30	853.00	3,667.90
Levitan, Jeffrey W.	1.70	853.00	1,450.10
Mungovan, Timothy W.	0.80	853.00	682.40
Rappaport, Lary Alan	0.40	853.00	341.20
Roberts, John E.	1.30	853.00	1,108.90
Triggs, Matthew	0.90	853.00	767.70
Weise, Steven O.	22.00	853.00	18,766.00
<b>Total Partner</b>	<b>34.20</b>		<b>\$ 29,172.60</b>
<b><u>Associate</u></b>			
Deming, Adam L.	5.20	853.00	4,435.60
Esses, Joshua A.	0.20	853.00	170.60
Stafford, Laura	0.40	853.00	341.20
Volin, Megan R.	0.50	853.00	426.50
<b>Total Associate</b>	<b>6.30</b>		<b>\$ 5,373.90</b>
<b><u>Legal Assistant</u></b>			
Monforte, Angelo	2.90	291.00	843.90
Petrov, Natasha B.	5.80	291.00	1,687.80
<b>Total Legal Assistant</b>	<b>8.70</b>		<b>\$ 2,531.70</b>
<b>Professional Fees</b>	<b>49.20</b>		<b>\$ 37,078.20</b>

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 19 of 121

**Invoice Date**  
**Invoice Number**26 Jul 2021  
21051560**Description of Disbursements**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Amount</u>
<b>Westlaw</b>			
04 Jun 2021	Roberts, John E.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 6 Lines Printed - 0	516.00
<b>Total Westlaw</b>			<b>516.00</b>

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 20 of 121

**Invoice Date**  
**Invoice Number**26 Jul 2021  
21051560

---

**Disbursement Summary**

---

<b><u>Disbursements and Other Charges</u></b>	<b><u>Amount</u></b>
Computerized Research	516.00
<b>Total Disbursements</b>	<b>\$ 516.00</b>

<b>Total Billed</b>	<b>\$ 37,594.20</b>
---------------------	---------------------

**Client Name**  
**Matter Name**FOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 21 of 121

**Invoice Date**  
**Invoice Number**26 Jul 2021  
21051578**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
206 Documents Filed on Behalf of the Board	2.90	2,473.70
207 Non-Board Court Filings	0.30	255.90
210 Analysis and Strategy	1.50	1,279.50
<b>Total Fees</b>	<b>4.70</b>	<b>\$ 4,009.10</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 22 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051578

## Description of Services Rendered

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Documents Filed on Behalf of the Board – 206</b>					
10 Jun 2021	Rappaport, Lary Alan	206	Prepare draft joint status report, compare to previous report, e-mail to M. Firestein regarding draft (1.10).	1.10	938.30
14 Jun 2021	Rappaport, Lary Alan	206	E-mails with M. Firestein, B. Rosen regarding draft joint status report due June 18th (0.20).	0.20	170.60
15 Jun 2021	Rappaport, Lary Alan	206	Conference with M. Firestein, e-mails with B. Rosen regarding draft joint status report (0.10); Review and implement B. Rosen revision to draft joint status report, compare against February joint status report and circulate to all counsel (0.30); Review revisions, authorizations from counsel (0.10).	0.50	426.50
16 Jun 2021	Rappaport, Lary Alan	206	Review requested revisions to draft joint status report, implement edits, and circulate revised draft and redline to counsel (0.30); Implement additional edits to joint status report and related e-mails with counsel (0.30).	0.60	511.80
18 Jun 2021	Firestein, Michael A.	206	Review as filed Peaje status report (0.20).	0.20	170.60
18 Jun 2021	Rappaport, Lary Alan	206	Finalize and file joint status report, related e-mails with H. Bauer and G. Miranda regarding filing (0.30).	0.30	255.90
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>2.90</b>	<b>\$2,473.70</b>
<b>Non-Board Court Filings – 207</b>					
21 Jun 2021	Firestein, Michael A.	207	Review court order and related research on new status report issues (0.20).	0.20	170.60
21 Jun 2021	Rappaport, Lary Alan	207	Review order on joint status report, related e-mail with L. Stafford, calendaring (0.10).	0.10	85.30
<b>Non-Board Court Filings Sub-Total</b>				<b>0.30</b>	<b>\$255.90</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 23 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051578

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Analysis and Strategy – 210</b>					
14 Jun 2021	Firestein, Michael A.	210	Draft strategic e-mail to L. Rappaport on status report (0.20); Review and revise new draft status report and draft further strategic e-mail to L. Rappaport on same (0.50); Review L. Rappaport correspondence to B. Rosen on strategy for Peaje (0.10).	0.80	682.40
15 Jun 2021	Firestein, Michael A.	210	Review multiple third-party status report edits in Peaje by government and Peaje (0.30).	0.30	255.90
16 Jun 2021	Firestein, Michael A.	210	Review revised status report in Peaje (0.20); Review multiple correspondence by L. Rappaport and O'Melveny on status report (0.20).	0.40	341.20
<b>Analysis and Strategy Sub-Total</b>				<b>1.50</b>	<b>\$1,279.50</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 24 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051578**Timekeeper Summary**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Firestein, Michael A.	1.90	853.00	1,620.70
Rappaport, Lary Alan	2.80	853.00	2,388.40
<b>Total Partner</b>	<b>4.70</b>		<b>\$ 4,009.10</b>
<b>Professional Fees</b>	<b>4.70</b>		<b>\$ 4,009.10</b>
<b>Total Billed</b>			<b>\$ 4,009.10</b>



Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 25 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051580**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
202 Legal Research	0.20	170.60
206 Documents Filed on Behalf of the Board	6.50	5,544.50
207 Non-Board Court Filings	0.20	170.60
208 Stay Matters	1.80	1,535.40
210 Analysis and Strategy	44.90	38,299.70
<b>Total Fees</b>	<b>53.60</b>	<b>\$ 45,720.80</b>

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 26 of 121</b>	<b>Invoice Date</b>	26 Jul 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21051580

Description of Services Rendered					
<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Legal Research – 202</b>					
01 Jun 2021	Firestein, Michael A.	202	Research DRA lift stay motion issues (0.20).	0.20	170.60
<b>Legal Research Sub-Total</b>				<b>0.20</b>	<b>\$170.60</b>
<b>Documents Filed on Behalf of the Board – 206</b>					
01 Jun 2021	Firestein, Michael A.	206	Further review of reply draft on standing and related O'Melveny correspondence to UCC (0.30); Draft further revised urgent motion and e-mail to O'Melveny on same (0.30); Review new iteration of urgent motion on DRA lift stay (0.30).	0.90	767.70
01 Jun 2021	Levitan, Jeffrey W.	206	Review revised draft reply (0.40); Review team e-mails and comments regarding reply (0.30); Review B. Rosen, and related e-mails, teleconference M. Firestein regarding adjournment(0.40); Review drafts of informative motion, e-mail M. Kremer re; adjournment (0.50).	1.60	1,364.80
01 Jun 2021	Rappaport, Lary Alan	206	Review revised draft reply in support of objection to DRA parties' stay relief motion based on lack of standing (0.30); Review e-mails with B. Rosen, M. Kremer, M. Firestein, J. Levitan, Z. Zwillinger regarding draft reply brief (0.10); Review e-mails with B. Rosen, M. Kremer, M. Firestein, J. Levitan, N. Zouairabani Trinidad regarding agreement to take motion for stay relief off calendar, draft urgent joint motion, revisions (0.30).	0.70	597.10
02 Jun 2021	Firestein, Michael A.	206	Review as-filed urgent motion and B. Rosen correspondence on settlement issues (0.20).	0.20	170.60
02 Jun 2021	Levitan, Jeffrey W.	206	Edit standing reply (1.40); E-mails M. Kremer, review DRA and team e-mails, informative motion regarding adjournment (0.40); Review scheduling order (0.10).	1.90	1,620.70
02 Jun 2021	Rappaport, Lary Alan	206	Review e-mails with N. Zouairabani Trinidad, M. Kremer and final version of urgent joint motion to take hearing on motion for stay relief off calendar, order (0.20).	0.20	170.60

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 27 of 121</b>	<b>Invoice Date</b>	26 Jul 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21051580

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
24 Jun 2021	Esses, Joshua A.	206	Draft response to DRA parties' administrative expense motion.	1.00	853.00
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>6.50</b>	<b>\$5,544.50</b>
<b>Non-Board Court Filings – 207</b>					
02 Jun 2021	Firestein, Michael A.	207	Review multiple court orders on urgent motion and draft e-mail to O'Melveny on same (0.20).	0.20	170.60
<b>Non-Board Court Filings Sub-Total</b>				<b>0.20</b>	<b>\$170.60</b>
<b>Stay Matters – 208</b>					
01 Jun 2021	Rosen, Brian S.	208	Memorandum to A. Garcia regarding DRA lift stay motion (0.10); Teleconference with N. Trinidad regarding same (0.40); Memorandum to N. Trinidad regarding same (0.30); Review M. Firestein memorandum regarding same (0.10); Review M. Kremer memorandum regarding same (0.10); Review A. Garcia memorandum regarding same (0.10); Teleconference with N. Trinidad regarding same (0.20); Review N. Trinidad memorandum regarding same (0.10); Memorandum to N. Trinidad regarding urgent motion (0.10); Review same and comments (0.30).	1.80	1,535.40
<b>Stay Matters Sub-Total</b>				<b>1.80</b>	<b>\$1,535.40</b>
<b>Analysis and Strategy – 210</b>					
01 Jun 2021	Barak, Ehud	210	Call with M. Firestein regarding lift stay issues (0.20).	0.20	170.60
01 Jun 2021	Firestein, Michael A.	210	Review and draft e-mail to B. Rosen on DRA lift stay issues (0.40); Telephone conference with J. Levitan on briefing issues (0.10); Telephone conference with E. Barak on lift stay issues (0.20); Review multiple e-mails from DRA parties and draft related strategic response to B. Rosen and O'Melveny on same (0.50); Telephone conference with M. Kremer on strategy for revisions to urgent motion (0.20).	1.40	1,194.20
01 Jun 2021	Weise, Steven O.	210	Review subordination issues.	3.40	2,900.20

Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 28 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051580

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02 Jun 2021	Firestein, Michael A.	210	Review further edits to reply on lift stay for DRA standing (0.30); Review and draft correspondence to O'Melveny on urgent motion issues (0.20).	0.50	426.50
02 Jun 2021	Weise, Steven O.	210	Review subordination issues.	3.60	3,070.80
03 Jun 2021	Firestein, Michael A.	210	Telephone conference with B. Rosen on DRA settlement issues and status (0.10).	0.10	85.30
03 Jun 2021	Weise, Steven O.	210	Review subordination issues.	2.70	2,303.10
04 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	1.30	1,108.90
05 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	3.40	2,900.20
06 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	1.30	1,108.90
07 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	2.40	2,047.20
08 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	3.30	2,814.90
09 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	1.60	1,364.80
10 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	2.60	2,217.80
12 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	3.40	2,900.20
14 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	3.60	3,070.80
15 Jun 2021	Firestein, Michael A.	210	Partial review of DRA administrative claim motion (0.30).	0.30	255.90
15 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	2.60	2,217.80
18 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	3.30	2,814.90
19 Jun 2021	Weise, Steven O.	210	Review and revise DRA subordination materials.	3.30	2,814.90
29 Jun 2021	Esses, Joshua A.	210	Call with monolines on DRA / HTA issues (0.20); Call with J. Levitan on DRA claims memo (0.40).	0.60	511.80
<b>Analysis and Strategy Sub-Total</b>				<b>44.90</b>	<b>\$38,299.70</b>

Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 29 of 121

Invoice Date  
Invoice Number26 Jul 2021  
21051580**Timekeeper Summary**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Fees Amount</u></b>
<b><u>Partner</u></b>			
Barak, Ehud	0.20	853.00	170.60
Firestein, Michael A.	3.80	853.00	3,241.40
Levitan, Jeffrey W.	3.50	853.00	2,985.50
Rappaport, Lary Alan	0.90	853.00	767.70
Rosen, Brian S.	1.80	853.00	1,535.40
Weise, Steven O.	41.80	853.00	35,655.40
<b>Total Partner</b>	<b>52.00</b>		<b>\$ 44,356.00</b>
<b><u>Associate</u></b>			
Esses, Joshua A.	1.60	853.00	1,364.80
<b>Total Associate</b>	<b>1.60</b>		<b>\$ 1,364.80</b>
<b>Professional Fees</b>	<b>53.60</b>		<b>\$ 45,720.80</b>
<b>Total Billed</b>			<b>\$ 45,720.80</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X  
In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3283-LTS  
THE COMMONWEALTH OF PUERTO RICO, *et al.*, (Jointly Administered)  
Debtors.<sup>1</sup>  
-----X

In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3567-LTS  
PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY,  
Debtor.  
-----X

**COVER SHEET TO FIFTY-SECOND MONTHLY FEE APPLICATION OF  
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)  
FOR THE PERIOD JULY 1, 2021 THROUGH JULY 31, 2021**

**ALL FEES IN THIS MONTHLY FEE STATEMENT WERE INCURRED OUTSIDE OF  
PUERTO RICO**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of Applicant:	<u>Proskauer Rose LLP (“Proskauer”)</u>
Authorized to Provide Professional Services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to <u>PROMESA Section 315(b)</u>
Period for which compensation and reimbursement for fees and services is sought:	<u>July 1, 2021 through July 31, 2021</u>
Amount of compensation sought as actual, reasonable and necessary:	<u>\$76,187.80</u>
Amount of expense reimbursement sought as actual, reasonable and necessary:	<u>\$2,061.54</u>
Total Amount for these Invoices:	<u>\$78,249.34</u>

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer’s 52nd monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for July 2021.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico



On August 20, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

**Summary of Legal Fees for the Period July 2021**

<b>HTA - General</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
205	Communications with the CW, its Instrumentalities or Representatives	0.50	\$426.50
206	Documents Filed on Behalf of the Board	41.80	\$35,655.40
207	Non-Board Court Filings	9.30	\$7,932.90
212	General Administration	1.80	\$523.80
218	Employment and Fee Applications	6.40	\$2,817.80
219	Appeal	15.60	\$13,306.80
<b>Total</b>		<b>75.40</b>	<b>\$60,663.20</b>

<b>HTA – Miscellaneous</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
219	Appeal	0.40	\$341.20
<b>Total</b>		<b>0.40</b>	<b>\$ 341.20</b>

<b>HTA – GDB DRA Lift Stay</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
206	Documents Filed on Behalf of the Board	8.50	\$7,250.50
207	Non-Board Court Filings	0.20	\$170.60
208	Stay Matters	1.00	\$853.00
210	Analysis and Strategy	8.10	\$6,909.30
<b>Total</b>		<b>17.80</b>	<b>\$15,183.40</b>

**Summary of Legal Fees for the Period July 2021**

**ACROSS ALL HTA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Jeffrey W. Levitan	Partner	BSGR & B	\$853.00	2.60	\$2,217.80
John E. Roberts	Partner	Litigation	\$853.00	0.50	\$426.50
Lary Alan Rappaport	Partner	Litigation	\$853.00	1.50	\$1,279.50
Michael A. Firestein	Partner	Litigation	\$853.00	8.80	\$7,506.40
Timothy W. Mungovan	Partner	Litigation	\$853.00	1.40	\$1,194.20
Elliot Stevens	Associate	BSGR & B	\$853.00	0.10	\$85.30
John A. Peterson	Associate	Corporate	\$853.00	61.30	\$52,288.90
Joshua A. Esses	Associate	BSGR & B	\$853.00	0.70	\$597.10
Megan R. Volin	Associate	Corporate	\$853.00	1.70	\$1,450.10
Shiloh Rainwater	Associate	Litigation	\$853.00	8.50	\$7,250.50
<b>TOTAL</b>				<b>87.10</b>	<b>\$74,296.30</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Angelo Monforte	Legal Assistant	Litigation	\$291.00	1.60	\$465.60
Laurie A. Henderson	Lit. Support	Litigation	\$291.00	0.20	\$58.20
Natasha Petrov	Legal Assistant	BSGR & B	\$291.00	4.70	\$1,367.70
<b>TOTAL</b>				<b>6.50</b>	<b>\$1,891.50</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u> 93.60</b>	<b><u>Fees</u> \$76,187.80</b>
------------------------------	-------------------------------	------------------------------------

Summary of Disbursements for the period July 2021

**ACROSS ALL HTA-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Lexis	\$1,098.00
Filing And Court Costs	\$963.54
<b>TOTAL</b>	<b>\$2,061.54</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$68,569.02, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$2,061.54) in the total amount \$70,630.56.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

I further certify that, with respect to the fees and services rendered pursuant to this monthly fee statement, (i) Proskauer Rose LLP was not doing business in Puerto Rico and (ii) the services rendered by Proskauer Rose LLP were not performed in Puerto Rico.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 40 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056960**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
205 Communications with the CW, its Instrumentalities or Representatives	0.50	426.50
206 Documents Filed on Behalf of the Board	41.80	35,655.40
207 Non-Board Court Filings	9.30	7,932.90
212 General Administration	1.80	523.80
218 Employment and Fee Applications	6.40	2,817.80
219 Appeal	15.60	13,306.80
<b>Total Fees</b>	<b>75.40</b>	<b>\$ 60,663.20</b>



Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 41 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056960**Description of Services Rendered**

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Communications with the CW, its Instrumentalities or Representatives – 205</b>					
06 Jul 2021	Firestein, Michael A.	205	Review O'Melveny correspondence and HTA tolling stipulation (0.20); Review correspondence from UCC on HTA tolling stipulation (0.10).	0.30	255.90
09 Jul 2021	Firestein, Michael A.	205	Review and draft correspondence to O'Melveny on HTA tolling stipulation (0.20).	0.20	170.60
<b>Communications with the CW, its Instrumentalities or Representatives Sub-Total</b>				<b>0.50</b>	<b>\$426.50</b>
<b>Documents Filed on Behalf of the Board – 206</b>					
22 Jul 2021	Peterson, John A.	206	Draft background and preliminary statement for objection to administrative expense motion from DRA.	3.30	2,814.90
23 Jul 2021	Peterson, John A.	206	Draft and review background and preliminary statement section of objection to DRA motion for an admin expense claim (2.20); Draft and revise arguments sections for objection to administrative expense claim (3.60).	5.80	4,947.40
23 Jul 2021	Peterson, John A.	206	Review and analyze gating decision on HTA lift stay for admin expense claim (0.50); Review standing objection to DRA lift stay for impact on lift stay (0.30); Correspondence with J. Esses regarding same (0.20); Modify preliminary statement of objection to admin claim regarding same (0.40).	1.40	1,194.20
27 Jul 2021	Peterson, John A.	206	Revise draft of background and preliminary statement of objection to motion for administrative claim (3.90); Review and revise regarding same (0.70); Draft and revise arguments relating to contractual relationship between DRA and GDB (2.20).	6.80	5,800.40

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 42 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056960

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
28 Jul 2021	Peterson, John A.	206	E-mails with J. Esses regarding draft of objection to DRA parties motion for an administrative expense claim (0.20); Review ERS pleadings regarding administrative expense claims (2.00); Research regarding other briefing on administrative expenses and relevant standards (2.50); Revise and revise administrative expense claim arguments in draft objection (1.90).	6.60	5,629.80
29 Jul 2021	Peterson, John A.	206	Draft and revise administrative expense claim objection (4.40); Legal research into updates from previously filed ERS objections (2.60); Review and revise final draft of objection (2.30).	9.30	7,932.90
30 Jul 2021	Peterson, John A.	206	Review and revise final draft of objection to administrative expense motion (3.90); Cite check all legal citations regarding same (3.40); E-mails with J. Esses regarding same (0.20); Harmonize facts section and defined terms with other filings in DRA matter filed by Board and adjacent parties (1.10).	8.60	7,335.80
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>41.80</b>	<b>\$35,655.40</b>
<b>Non-Board Court Filings – 207</b>					
10 Jul 2021	Firestein, Michael A.	207	Review as-filed stipulation in HTA tolling claims (0.20).	0.20	170.60
12 Jul 2021	Firestein, Michael A.	207	Review court order on HTA tolling stipulation briefing and draft related e-mail to L. Stafford on same (0.20).	0.20	170.60
19 Jul 2021	Peterson, John A.	207	Review ERS briefing regarding standing and administrative claims arguments (1.20); E-mails with J. Esses and T. Singer regarding same (0.20).	1.40	1,194.20

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 43 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056960

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
20 Jul 2021	Peterson, John A.	207	Review and analyze all relevant pleadings pertaining to DRA motion for an administrative expense claim (3.70); Conference call with J. Esses regarding strategy and formatting of Board objection to DRA motion for an administrative expense claim (0.20); Review docket history of DRA action and ERS issues pertaining thereto (2.70); Meet and confer conference call with DRA and other parties regarding adversary proceeding and administrative expense motion (0.90).	7.50	6,397.50
<b>Non-Board Court Filings Sub-Total</b>				<b>9.30</b>	<b>\$7,932.90</b>
<b>General Administration – 212</b>					
29 Jul 2021	Monforte, Angelo	212	Draft designation of M. Bienenstock presenting oral argument at September 14 remote hearing (0.60); Coordinate filing of same with L. Henderson (0.10).	0.70	203.70
29 Jul 2021	Monforte, Angelo	212	Draft template for response to appellant's motion to dismiss per S. Rainwater.	0.90	261.90
29 Jul 2021	Henderson, Laurie A.	212	Electronic filing with the First Circuit Court of Appeals of designation of attorney presenting oral argument for M. Bienenstock in appeal no. 20-1847.	0.20	58.20
<b>General Administration Sub-Total</b>				<b>1.80</b>	<b>\$523.80</b>
<b>Employment and Fee Applications – 218</b>					
13 Jul 2021	Petrov, Natasha B.	218	Revise Proskauer 11th interim fee application per M. Volin.	1.20	349.20
19 Jul 2021	Volin, Megan R.	218	Review and revise draft fee application (1.30); Incorporate M. Bienenstock comments to fee application (0.30).	1.60	1,364.80
20 Jul 2021	Petrov, Natasha B.	218	Further revisions to Proskauer 11th interim fee application (0.40); Revise notice of filing of same (0.30); Finalize exhibits in preparation for filing (0.50).	1.20	349.20
23 Jul 2021	Petrov, Natasha B.	218	Review monthly statements for certain entries for 12th interim fee application.	0.30	87.30

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 44 of 121</b>	<b>Invoice Date</b>	19 Aug 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21056960

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
27 Jul 2021	Petrov, Natasha B.	218	Revise Proskauer 11th interim fee application per E. Barak and M. Volin (0.60); Update notice of filing of same (0.20).	0.80	232.80
28 Jul 2021	Volin, Megan R.	218	Review notice of filing fee application.	0.10	85.30
28 Jul 2021	Petrov, Natasha B.	218	Additional revisions to Proskauer 11th interim fee application.	0.20	58.20
29 Jul 2021	Petrov, Natasha B.	218	Finalize Proskauer 11th interim fee application, exhibits and notice in preparation for filing.	0.50	145.50
29 Jul 2021	Petrov, Natasha B.	218	Finalize Proskauer 11th interim fee application, exhibits and notice in preparation for filing.	0.50	145.50
<b>Employment and Fee Applications Sub-Total</b>				<b>6.40</b>	<b>\$2,817.80</b>
<b>Appeal – 219</b>					
22 Jul 2021	Firestein, Michael A.	219	Review 926 appeal circuit court notice for calendar of argument (0.20); Draft memorandum to J. Roberts and T. Mungovan on same (0.20).	0.40	341.20
22 Jul 2021	Rappaport, Lary Alan	219	Review First Circuit scheduling order in Assured Rule 926 appeal, related e-mails with M. Firestein and J. Roberts (0.10).	0.10	85.30
22 Jul 2021	Roberts, John E.	219	Draft e-mail to S. Rainwater and team concerning upcoming oral argument for 926 appeal.	0.10	85.30
22 Jul 2021	Stevens, Elliot R.	219	E-mail with A. Deming relating to 926 appeal (0.10).	0.10	85.30
27 Jul 2021	Firestein, Michael A.	219	Draft and review multiple correspondence to M. Harris and J. Roberts on 926 appeal stay issues, (0.40); Review and draft correspondence to P. Friedman and Monoline counsel on Ambac dismissal request on appeal (0.20); Review CNO on tolling stipulation regarding HTA and draft multiple correspondence to O'Melveny on revisions to same (0.50); Telephone conference with L. Stafford on HTA stipulated CNO strategy (0.20).	1.30	1,108.90
27 Jul 2021	Mungovan, Timothy W.	219	E-mails with M. Firestein, M. Harris, J. Roberts and L. Rappaport regarding potential for stay concerning 926 appeal (0.30).	0.30	255.90

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 45 of 121</b>	<b>Invoice Date</b>	19 Aug 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21056960

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
27 Jul 2021	Rappaport, Lary Alan	219	E-mails with M. Firestein, M. Harris, J. Roberts regarding Assured 926 appeal, DRA Parties' designation of counsel for oral argument, possible stay of appeal, strategy (0.10).	0.10	85.30
27 Jul 2021	Roberts, John E.	219	Draft e-mails to M. Firestein and team concerning potential motion to dismiss certain appellants.	0.10	85.30
27 Jul 2021	Rainwater, Shiloh A.	219	Research standards for granting stay of appeal and summarized findings for M. Harris and J. Roberts in connection with 926 appeal.	5.20	4,435.60
28 Jul 2021	Firestein, Michael A.	219	Review and draft multiple e-mails to M. Harris, J. Roberts, and T. Mungovan on Ambac request regarding 926 dismissal (0.30).	0.30	255.90
28 Jul 2021	Rappaport, Lary Alan	219	Review 926 appeal oral argument designation notice, e-mails with M. Firestein, J. Roberts, M. Harris, T. Mungovan regarding analysis of stay or dismissal of appeal, whether intervenors have standing to argue appeal if appellants stay or dismiss appeal, strategy (0.20).	0.20	170.60
28 Jul 2021	Rainwater, Shiloh A.	219	Summarize findings regarding intervenors for M. Harris and J. Roberts in connection with 926 appeal.	0.80	682.40
29 Jul 2021	Firestein, Michael A.	219	Draft multiple correspondence to M. Bienenstock on 926 appeal strategy (0.50); Draft multiple e-mails on strategy on 926 to J. Roberts and M. Harris (0.30); Telephone conference with T. Mungovan on 926 appellate issues and argument matters (0.10); Draft and review correspondence to and from Weil and DRA counsel on appeal dismissal issues (0.20); Review as-filed CNO on HTA stipulation (0.20); Draft further memoranda to J. Roberts and M. Harris on post appeal dismissal strategy for 926 (0.20); Review as-filed order on HTA tolling stipulation (0.10); Review motion to dismiss appeal filed by Monolines (0.20); Draft additional e-mail to M. Harris and J. Roberts on appellate issues in light of filed motion to dismiss (0.20).	2.00	1,706.00

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 46 of 121</b>	<b>Invoice Date</b>	19 Aug 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21056960

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
29 Jul 2021	Mungovan, Timothy W.	219	E-mails with M. Firestein, M. Harris, M. Mervis, and L. Rappaport regarding potential dismissal of Assured 926 appeal (0.30).	0.30	255.90
29 Jul 2021	Mungovan, Timothy W.	219	E-mails with M. Firestein, M. Bienenstock, and M. Harris regarding 926 appeal including designating M. Bienenstock to argue appeal (0.30).	0.30	255.90
29 Jul 2021	Mungovan, Timothy W.	219	Call with M. Harris regarding designating M. Bienenstock to argue Assured section 926 appeal (0.20).	0.20	170.60
29 Jul 2021	Rappaport, Lary Alan	219	E-mails with M. Firestein, J. Roberts, M. Harris regarding Assured, Ambac intention to stay or dismiss 926 appeal, research regarding whether presence of intervenor can affect appellants' voluntary dismissal, strategy (0.20); Conference with M. Firestein regarding same (0.10); Review motion to voluntarily dismiss appeal (0.10).	0.40	341.20
29 Jul 2021	Roberts, John E.	219	Review oral argument designation form for 926 appeal (0.10); Draft e-mails to S. Rainwater and team concerning potential procedural motions (0.20).	0.30	255.90
29 Jul 2021	Rainwater, Shiloh A.	219	Draft response brief in support of motion to dismiss appeal in connection with 926 appeal.	1.20	1,023.60
30 Jul 2021	Mungovan, Timothy W.	219	E-mails with M. Firestein, L. Rappaport, and M. Harris regarding First Circuit's dismissal of monolines' section 926 appeal (0.30).	0.30	255.90
30 Jul 2021	Rappaport, Lary Alan	219	Review order, Judgment, mandate from First Circuit regarding dismissal of 926 appeal (0.10); E-mails with M. Firestein, J. Roberts, M. Harris, B. Rosen regarding same (0.10); Conference with M. Firestein regarding same (0.10).	0.30	255.90
30 Jul 2021	Rainwater, Shiloh A.	219	Finish drafting response in support of motion to dismiss appeal in connection with 926 appeal.	1.30	1,108.90
<b>Appeal Sub-Total</b>				<b>15.60</b>	<b>\$13,306.80</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 47 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056960**Timekeeper Summary**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Fees Amount</u></b>
<b><u>Partner</u></b>			
Firestein, Michael A.	4.90	853.00	4,179.70
Mungovan, Timothy W.	1.40	853.00	1,194.20
Rappaport, Lary Alan	1.10	853.00	938.30
Roberts, John E.	0.50	853.00	426.50
<b>Total Partner</b>	<b>7.90</b>		<b>\$ 6,738.70</b>
<b><u>Associate</u></b>			
Peterson, John A.	50.70	853.00	43,247.10
Rainwater, Shiloh A.	8.50	853.00	7,250.50
Stevens, Elliot R.	0.10	853.00	85.30
Volin, Megan R.	1.70	853.00	1,450.10
<b>Total Associate</b>	<b>61.00</b>		<b>\$ 52,033.00</b>
<b><u>Legal Assistant</u></b>			
Monforte, Angelo	1.60	291.00	465.60
Petrov, Natasha B.	4.70	291.00	1,367.70
<b>Total Legal Assistant</b>	<b>6.30</b>		<b>\$ 1,833.30</b>
<b><u>Litigation Support</u></b>			
Henderson, Laurie A.	0.20	291.00	58.20
<b>Total Litigation Support</b>	<b>0.20</b>		<b>\$ 58.20</b>
<b>Professional Fees</b>	<b>75.40</b>		<b>\$ 60,663.20</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 48 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056960

## Description of Disbursements

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Amount</u>
<b>Lexis</b>			
27 Jul 2021	Rainwater, Shiloh A.	Connect and Comm Time - 0:00:00 Searches - 0 Shepards and Autocite - 0 Lexsees and Lexstat - 0	1,098.00
<b>Total Lexis</b>			<b>1,098.00</b>
<b>Filing and Court Costs</b>			
26 Apr 2021	Harris, Mark D.	Vendor: Counsel Press LLC Invoice#: 0009123098 Date: 4/26/2021 - Preparation of brief. - Assured Guaranty v. Commonwealth of PR - Appellee's Brief preparation.	963.54
<b>Total Filing and Court Costs</b>			<b>963.54</b>



**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 49 of 121

**Invoice Date**  
**Invoice Number**19 Aug 2021  
21056960

---

**Disbursement Summary**

---

<b><u>Disbursements and Other Charges</u></b>	<b><u>Amount</u></b>
Computerized Research	1,098.00
Filing and Court Costs	963.54
<b>Total Disbursements</b>	<b>\$ 2,061.54</b>

**Total Billed**

---

**\$ 62,724.74**

---

**Client Name**  
**Matter Name**FOMB (33260)  
HTA TITLE III – MISCELLANEOUS (0053)

Exhibit B Page 50 of 121

**Invoice Date**  
**Invoice Number**19 Aug 2021  
21056965**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
219 Appeal	0.40	341.20
<b>Total Fees</b>	<b>0.40</b>	<b>\$ 341.20</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – MISCELLANEOUS (0053)

Exhibit B Page 51 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056965

## Description of Services Rendered

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Appeal – 219</b>					
30 Jul 2021	Firestein, Michael A.	219	Metropistas: Review and draft motion to stay appeal, including prepare related e-mails to E. Barak on strategy for motion (0.40).	0.40	341.20
<b>Appeal Sub-Total</b>				<b>0.40</b>	<b>\$341.20</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – MISCELLANEOUS (0053)

Exhibit B Page 52 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056965

## Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Firestein, Michael A.	0.40	853.00	341.20
<b>Total Partner</b>	<b>0.40</b>		<b>\$ 341.20</b>
<b><u>Professional Fees</u></b>			
	<b>0.40</b>		<b>\$ 341.20</b>
<b>Total Billed</b>			<b>\$ 341.20</b>

**Client Name**  
**Matter Name**FOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 53 of 121

**Invoice Date**  
**Invoice Number**19 Aug 2021  
21056970**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
206 Documents Filed on Behalf of the Board	8.50	7,250.50
207 Non-Board Court Filings	0.20	170.60
208 Stay Matters	1.00	853.00
210 Analysis and Strategy	8.10	6,909.30
<b>Total Fees</b>	<b>17.80</b>	<b>\$ 15,183.40</b>

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 54 of 121</b>	<b>Invoice Date</b>	19 Aug 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21056970

Description of Services Rendered					
<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Documents Filed on Behalf of the Board – 206</b>					
20 Jul 2021	Levitan, Jeffrey W.	206	Review comments to DRA reply, related e-mails.	0.30	255.90
21 Jul 2021	Levitan, Jeffrey W.	206	Review reply regarding standing, prepare list of comments (1.10); E-mails with M. Kremer, M. Firestein regarding reply (0.40); Review revised reply and related e-mails (0.40).	1.90	1,620.70
21 Jul 2021	Rappaport, Lary Alan	206	E-mails M. Kremer, M. Firestein, J. Levitan regarding finalization of sur-reply, review final filed version (0.30).	0.30	255.90
26 Jul 2021	Peterson, John A.	206	Review and analyze O'Melveny standing objection (1.00); Review and analyze lift stay pleadings regarding same (1.80); Review and analyze transfer agreement and GDB restructuring act (2.90).	5.70	4,862.10
30 Jul 2021	Firestein, Michael A.	206	Draft informative motion on DRA lift stay and related e-mails to J. Esses (0.30).	0.30	255.90
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>8.50</b>	<b>\$7,250.50</b>
<b>Non-Board Court Filings – 207</b>					
22 Jul 2021	Firestein, Michael A.	207	Review court order on standing issue (0.10).	0.10	85.30
22 Jul 2021	Rappaport, Lary Alan	207	Review order setting oral argument, hearing on standing issue, conference with M. Firestein regarding same (0.10).	0.10	85.30
<b>Non-Board Court Filings Sub-Total</b>				<b>0.20</b>	<b>\$170.60</b>
<b>Stay Matters – 208</b>					
20 Jul 2021	Firestein, Michael A.	208	Draft multiple versions of government reply on standing objection regarding DRA lift stay (0.60); Draft multiple e-mails to O'Melveny and S. Weise on lift stay reply (0.20).	0.80	682.40
27 Jul 2021	Firestein, Michael A.	208	Review and draft correspondence to J. Esses on lift stay strategy (0.20).	0.20	170.60
<b>Stay Matters Sub-Total</b>				<b>1.00</b>	<b>\$853.00</b>

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 55 of 121</b>	<b>Invoice Date</b>	19 Aug 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21056970

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Analysis and Strategy – 210</b>					
15 Jul 2021	Peterson, John A.	210	Conference call with M. Firestein and B. Rosen regarding DRA issues and strategy (1.60); Review and analyze joint motion to stay deadlines related to settlement negotiations regarding same (0.30); Review and analyze amended PSA with monolines and ERS regarding same (0.40); E-mails with J. Esses regarding same (0.10).	2.40	2,047.20
16 Jul 2021	Peterson, John A.	210	Review and analyze DRA standing objections and government parties response (1.20); Review and analyze pending sur-reply to be filed by the Board and AAFAF to DRA standing objection and e-mails from O'Melveny counsel regarding same (0.60).	1.80	1,535.40
19 Jul 2021	Peterson, John A.	210	Conference call with Proskauer team and myriad interested parties advisors regarding DRA issues and preparation regarding lift stay issues.	0.70	597.10
20 Jul 2021	Esses, Joshua A.	210	Review documents in connection with DRA issues and e-mails to J. Peterson.	0.30	255.90
21 Jul 2021	Firestein, Michael A.	210	Review and draft correspondence on reply issues on DRA standing (0.20); Further review of multiple iterations on Government reply on DRA standing for lift stay (0.40).	0.60	511.80
27 Jul 2021	Esses, Joshua A.	210	Call with M. Kremer of O'Melveny on hearing (0.20); Review pleadings in connection with DRA lift stay hearing (0.20).	0.40	341.20
28 Jul 2021	Firestein, Michael A.	210	Review lift stay cases and materials for moot (0.30).	0.30	255.90
29 Jul 2021	Firestein, Michael A.	210	Draft strategic e-mail to J. Esses on lift stay strategy for hearing (0.30).	0.30	255.90
30 Jul 2021	Firestein, Michael A.	210	Telephone conference with E. Barak and L. Osaben on informative motion (0.20); Review DRA edits to informative motion (0.20); Review as-filed informative motion for lift stay (0.10); Review appellate judgment and draft multiple correspondence to M. Harris and L. Rappaport on strategy for same (0.20); Draft e-mail to L. Osaben on further lift [CONTINUED]	0.90	767.70

**Client Name**  
**Matter Name**FOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 56 of 121

**Invoice Date**  
**Invoice Number**19 Aug 2021  
21056970

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
			stay argument edits on informative motion (0.20).		
30 Jul 2021	Levitan, Jeffrey W.	210	Review joint informative motion, comments on hearing agenda and related e-mails.	0.40	341.20
<b>Analysis and Strategy Sub-Total</b>				<b>8.10</b>	<b>\$6,909.30</b>



Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 57 of 121

Invoice Date  
Invoice Number19 Aug 2021  
21056970**Timekeeper Summary**

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Firestein, Michael A.	3.50	853.00	2,985.50
Levitan, Jeffrey W.	2.60	853.00	2,217.80
Rappaport, Lary Alan	0.40	853.00	341.20
<b>Total Partner</b>	<b>6.50</b>		<b>\$ 5,544.50</b>
<b><u>Associate</u></b>			
Esses, Joshua A.	0.70	853.00	597.10
Peterson, John A.	10.60	853.00	9,041.80
<b>Total Associate</b>	<b>11.30</b>		<b>\$ 9,638.90</b>
<b>Professional Fees</b>	<b>17.80</b>		<b>\$ 15,183.40</b>
<b>Total Billed</b>			<b>\$ 15,183.40</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X  
In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3283-LTS  
THE COMMONWEALTH OF PUERTO RICO, *et al.*, (Jointly Administered)  
Debtors.<sup>1</sup>  
-----X

In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3567-LTS  
PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY,  
Debtor.  
-----X

**COVER SHEET TO FIFTY-THIRD MONTHLY FEE APPLICATION OF PROSKAUER  
ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)  
FOR THE PERIOD AUGUST 1, 2021 THROUGH AUGUST 31, 2021**

**ALL FEES IN THIS MONTHLY FEE STATEMENT WERE INCURRED OUTSIDE OF  
PUERTO RICO**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

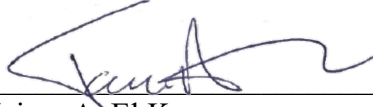
Name of Applicant:	<u>Proskauer Rose LLP (“Proskauer”)</u>
Authorized to Provide Professional Services to:	Financial Oversight and Management Board, as Representative for the Debtor Pursuant to <u>PROMESA Section 315(b)</u>
Period for which compensation and reimbursement for fees and services is sought:	<u>August 1, 2021 through August 31, 2021</u>
Amount of compensation sought as actual, reasonable and necessary:	<u>\$228,508.50</u>
Amount of expense reimbursement sought as actual, reasonable and necessary:	<u>\$7,235.70</u>
Total Amount for these Invoices:	<u>\$235,744.20</u>

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer’s 53rd monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for August 2021.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On September 15, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

**Summary of Legal Fees for the Period August 2021**

<b>HTA - General</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
204	Communications with Claimholders	4.40	\$3,753.20
206	Documents Filed on Behalf of the Board	146.10	\$124,623.30
207	Non-Board Court Filings	0.40	\$341.20
210	Analysis and Strategy	15.90	\$13,562.70
212	General Administration	1.50	\$436.50
218	Employment and Fee Applications	5.50	\$1,600.50
<b>Total</b>		<b>173.80</b>	<b>\$144,317.40</b>

<b>HTA – Miscellaneous</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
219	Appeal	2.00	\$1,706.00
<b>Total</b>		<b>2.00</b>	<b>\$1,706.00</b>

**Summary of Legal Fees for the Period August 2021**

HTA – GDB DRA Lift Stay			
Task Code	Matter Description	Total Billed Hours	Total Fees Requested
202	Legal Research	0.50	\$426.50
203	Hearings and other non-filed communications with the Court	4.20	\$3,582.60
204	Communications with Claimholders	2.70	\$2,303.10
205	Communications with the CW, its Instrumentalities or Representatives	3.10	\$2,644.30
206	Documents Filed on Behalf of the Board	36.80	\$31,390.40
207	Non-Board Court Filings	3.50	\$2,985.50
210	Analysis and Strategy	45.90	\$39,152.70
<b>Total</b>		<b>96.70</b>	<b>\$82,485.10</b>

Summary of Legal Fees for the Period August 2021

**ACROSS ALL HTA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Brian S. Rosen	Partner	BSGR & B	\$853.00	5.90	\$5,032.70
Dietrich L. Snell	Partner	Litigation	\$853.00	0.70	\$597.10
Ehud Barak	Partner	BSGR & B	\$853.00	23.50	\$20,045.50
Jeffrey W. Levitan	Partner	BSGR & B	\$853.00	36.00	\$30,708.00
John E. Roberts	Partner	Litigation	\$853.00	0.20	\$170.60
Lary Alan Rappaport	Partner	Litigation	\$853.00	27.30	\$23,286.90
Martin J. Bienenstock	Partner	BSGR & B	\$853.00	9.40	\$8,018.20
Matthew Triggs	Partner	Litigation	\$853.00	12.40	\$10,577.20
Michael A. Firestein	Partner	Litigation	\$853.00	19.40	\$16,548.20
Paul Possinger	Partner	BSGR & B	\$853.00	0.30	\$255.90
Steven O. Weise	Partner	Corporate	\$853.00	8.70	\$7,421.10
Elliot Stevens	Associate	BSGR & B	\$853.00	4.40	\$3,753.20
Jared M. DuBosar	Associate	Litigation	\$853.00	0.90	\$767.70
John A. Peterson	Associate	Corporate	\$853.00	76.20	\$64,998.60
Joshua A. Esses	Associate	BSGR & B	\$853.00	37.10	\$31,646.30
Laura Stafford	Associate	Litigation	\$853.00	3.10	\$2,644.30
<b>TOTAL</b>				<b>265.50</b>	<b>\$226,471.50</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Angelo Monforte	Legal Assistant	Litigation	\$291.00	0.70	\$203.70
Natasha Petrov	Legal Assistant	BSGR & B	\$291.00	5.50	\$1,600.50
Tal J. Singer	Legal Assistant	Litigation	\$291.00	0.80	\$232.80
<b>TOTAL</b>				<b>7.00</b>	<b>\$2,037.00</b>



**Summary of Legal Fees for the Period August 2021**

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u></b> <b>272.50</b>	<b><u>Fees</u></b> <b>\$228,508.50</b>
------------------------------	--------------------------------------	---

Summary of Disbursements for the period August 2021

**ACROSS ALL HTA-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
Reproduction	\$1.00
Westlaw	\$6,001.00
Filing And Court Costs	\$1,229.20
Reproduction Color	\$4.50
<b>TOTAL</b>	<b>\$7,235.70</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$205,657.65, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$7,235.70) in the total amount \$212,893.35.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

I further certify that, with respect to the fees and services rendered pursuant to this monthly fee statement, (i) Proskauer Rose LLP was not doing business in Puerto Rico and (ii) the services rendered by Proskauer Rose LLP were not performed in Puerto Rico.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 70 of 121

**Invoice Date**  
**Invoice Number**14 Sep 2021  
21062862**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
204 Communications with Claimholders	4.40	3,753.20
206 Documents Filed on Behalf of the Board	146.10	124,623.30
207 Non-Board Court Filings	0.40	341.20
210 Analysis and Strategy	15.90	13,562.70
212 General Administration	1.50	436.50
218 Employment and Fee Applications	5.50	1,600.50
<b>Total Fees</b>	<b>173.80</b>	<b>\$ 144,317.40</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 71 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062862

## Description of Services Rendered

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Communications with Claimholders – 204</b>					
29 Aug 2021	Barak, Ehud	204	Review and revise comments made by litigation team to the admin expense motion (1.60); Call with J. Levitan restructuring team to go over the comments (1.00); Conduct related research (1.70); Call with L. Rappaport regarding draft objection (0.10).	4.40	3,753.20
<b>Communications with Claimholders Sub-Total</b>				<b>4.40</b>	<b>\$3,753.20</b>
<b>Documents Filed on Behalf of the Board – 206</b>					
09 Aug 2021	Peterson, John A.	206	Draft and revise administrative expense motion objection (3.20); E-mails with J. Esses regarding admin expense motion modification (0.10).	3.30	2,814.90
10 Aug 2021	Esses, Joshua A.	206	Draft DRA administrative expense response.	0.40	341.20
11 Aug 2021	Esses, Joshua A.	206	Draft response to DRA administrative expense motion.	1.80	1,535.40
12 Aug 2021	Peterson, John A.	206	Draft and revise objection to DRA administrative expense motion (4.50); Review all filings in adversary proceeding launched by DRA parties regarding same (2.60); Call with J. Esses regarding same (0.20).	7.30	6,226.90
13 Aug 2021	Esses, Joshua A.	206	Draft objection to DRA parties administrative expense motion (4.80).	4.80	4,094.40
13 Aug 2021	Peterson, John A.	206	E-mails and phone conferences with J. Esses regarding administrative claims objection (0.30); Draft and revise objection to administrative expense motion (8.10); E-mails with J. Levitan regarding same (0.10).	8.50	7,250.50
16 Aug 2021	Levitan, Jeffrey W.	206	Revise outline of objection to administration claim motion (0.90).	0.90	767.70
17 Aug 2021	Levitan, Jeffrey W.	206	E-mail J. Esses regarding revisions and comments to administrative claim objection (1.80).	1.80	1,535.40
19 Aug 2021	Esses, Joshua A.	206	Draft comments to J. Peterson draft of DRA Parties response to administrative expense motion.	1.30	1,108.90

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 72 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
19 Aug 2021	Peterson, John A.	206	Review and revise objection to administrative claims motion of DRA (3.30); E-mails and phone conferences with J. Esses regarding same (0.30); Review and analyze ERS filings regarding administrative claims (0.50); Review and analyze ERS filings regarding post-petition legislation impact of disputed claims (2.20).	6.30	5,373.90
21 Aug 2021	Levitan, Jeffrey W.	206	Revise response to administrative claim objection (1.40).	1.40	1,194.20
22 Aug 2021	Levitan, Jeffrey W.	206	Revise objection to DRA administrative claim.	3.40	2,900.20
23 Aug 2021	Levitan, Jeffrey W.	206	Analyze motion to dismiss for incorporation into administrative claim objection (1.30); E-mails with J. Esses J. Petersen regarding revisions to administrative claim objection (0.50); Review urgent motion regarding page limits, order and related e-mails (0.30); Teleconference J. Peterson regarding revisions to administrative claim objection (0.50).	2.60	2,217.80
23 Aug 2021	Peterson, John A.	206	Revise draft objection to administrative expense claim based on comments from J. Levitan (2.20); Conference call with J. Levitan regarding same (0.50); Revise and edit further objection based on ERS omnibus and recent draft of motion to dismiss DRA parties adversary complaint (3.20); E-mails with J. Levitan regarding same (0.20); Revise regarding preemption and HTA property rights arguments in adversary proceeding (1.20); Review and revise final draft (1.00).	8.30	7,079.90
24 Aug 2021	Esses, Joshua A.	206	Draft response to administrative expense motion (3.10); Call with J. Levitan regarding same (0.20).	3.30	2,814.90
24 Aug 2021	Peterson, John A.	206	Review and revise draft objection based on comments from J. Levitan (2.20); Revise opposition to admin expense motion based on M. Bienenstock edits regarding motion to dismiss adversary complaint (1.90).	4.10	3,497.30



<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 73 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
24 Aug 2021	Peterson, John A.	206	Revise objection to DRA administrative expense motion based on comments from J. Esses (1.10); Legal research regarding same (0.50).	1.60	1,364.80
25 Aug 2021	Levitan, Jeffrey W.	206	Edit administrative claim objection (1.70); E-mails with J. Esses, E. Barak regarding administrative claim objection (0.20); Teleconferences with J. Esses regarding administrative claim objection (0.30).	2.20	1,876.60
25 Aug 2021	Esses, Joshua A.	206	Draft objection to DRA motion for administrative expense claim (4.20); Call with J. Levitan on DRA administrative expense claims (0.30).	4.50	3,838.50
25 Aug 2021	Peterson, John A.	206	Review final draft and redline of administrative claims objection (0.60); E-mails with J. Esses regarding same (0.10).	0.70	597.10
26 Aug 2021	Barak, Ehud	206	Review and revise the admin expense motion opposition (3.70); Conduct relevant research (2.20).	5.90	5,032.70
26 Aug 2021	Levitan, Jeffrey W.	206	Review and note comments on draft objection to administrative claim.	1.30	1,108.90
27 Aug 2021	Barak, Ehud	206	Review and revise the opposition to the DRA motion for admin expense (2.20); Conduct relevant research (1.20); Calls with J. Levitan regarding same (0.50).	3.90	3,326.70
27 Aug 2021	Levitan, Jeffrey W.	206	Teleconferences with E. Barak regarding administrative claim objection (0.50); Review revisions and comments to administrative claim objection (0.90); E-mails with J. Esses regarding comments to objection (0.40); E-mails with J. Peterson regarding objections to administrative claim (0.30).	2.10	1,791.30
27 Aug 2021	Esses, Joshua A.	206	Draft objection to administrative expense motion (0.40); Call with J. Peterson regarding same (0.10).	0.50	426.50
27 Aug 2021	Peterson, John A.	206	Draft and revise sections of objection to DRA motion for an administrative expense claims (2.20); Legal research regarding same (1.10); Review and revise based on redline regarding same (1.10); E-mails with E. Barak regarding same (0.10).	4.50	3,838.50

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 74 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
27 Aug 2021	Peterson, John A.	206	Conference call with J. Esses regarding objection to administrative expense motion (0.10); Revise objection regarding same (0.40).	0.50	426.50
27 Aug 2021	Stevens, Elliot R.	206	Draft edits to DRA administrative expense motion response (3.80); E-mails with E. Barak relating to same (0.20).	4.00	3,412.00
28 Aug 2021	Barak, Ehud	206	Review and revise the draft opposition to admin expense motion (1.60).	1.60	1,364.80
28 Aug 2021	Barak, Ehud	206	Call with J. Levitan regarding administrative claim (0.30).	0.30	255.90
28 Aug 2021	Levitan, Jeffrey W.	206	Edit objection to administrative claim (2.90); Teleconference E. Barak, e-mails and teleconference J. Peterson regarding revisions (0.50); E-mails E. Barak regarding administrative claim objection (0.40).	3.80	3,241.40
28 Aug 2021	Rappaport, Lary Alan	206	Review DRA Parties' administrative expense claim and draft objection, cited authority and edit draft objection (2.50).	2.50	2,132.50
28 Aug 2021	Triggs, Matthew	206	Review and propose comments to objection to DRA Parties' administrative expense claim (1.90); Confer with M. Firestein regarding same (0.20).	2.10	1,791.30
28 Aug 2021	Peterson, John A.	206	Draft and revise objection to administrative expense motion regarding comments from J. Levitan (1.20); Phone conference and e-mails with J. Levitan regarding same (0.10).	1.30	1,108.90
29 Aug 2021	Levitan, Jeffrey W.	206	Teleconference L. Rappaport regarding administrative claim (0.20); Review comments to draft administrative claim objection (0.80); E-mails J. Esses, teleconferences E. Barak regarding objection (0.50); Teleconference J. Peterson and team regarding revisions to objection (1.00).	2.50	2,132.50

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 75 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
29 Aug 2021	Rappaport, Lary Alan	206	E-mails with M. Firestein, M. Triggs regarding draft objection to DRA Parties' motion for administrative expense claim (0.10); Review M. Firestein, M. Triggs edits and comments (0.30); Review additional cases (0.30); Conference with E. Barak regarding draft objection to DRA Parties' motion for administrative expense claim (0.10); Conference with J. Levitan regarding same (0.20); Conferences with M. Triggs regarding same (0.30); Further edits, comments, revisions to draft objection to DRA Parties' administrative expense claim (1.30); E-mails with J. Levitan, E. Barak, M. Firestein, M. Triggs, J. Esses, S. Weise regarding same (0.20).	2.80	2,388.40
29 Aug 2021	Triggs, Matthew	206	Review and propose revisions and comments to DRA Parties' administrative expense claim (2.50); Call with L. Rappaport regarding objection strategy (0.30).	2.80	2,388.40
29 Aug 2021	Weise, Steven O.	206	Review of pleadings on DRA administrative claim and comment on draft brief.	2.20	1,876.60
29 Aug 2021	Esses, Joshua A.	206	Call with E. Barak, J. Levitan, and J. Peterson on objection to DRA motion for payment of administrative expense.	1.00	853.00
29 Aug 2021	Peterson, John A.	206	Review and analyze changes from litigation team to objection to administrative expense claim (0.30); Conference call with E. Barak and restructuring team regarding changes (1.00); Draft and revise section to objection regarding same (1.10).	2.40	2,047.20
30 Aug 2021	Barak, Ehud	206	Review and revise the opposition to the DRA admin expense motion (1.30); Call with J. Levitan regarding same (0.10).	1.40	1,194.20
30 Aug 2021	Firestein, Michael A.	206	Draft opposition to administrative expense claim motion (2.20).	2.20	1,876.60

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 76 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
30 Aug 2021	Firestein, Michael A.	206	Review S. Weise, L. Rappaport, and M. Triggs comments to opposition to administrative expense claim (0.40); Draft memorandum to J. Levitan, S. Weise, E. Barak, and others on strategy for administrative expense opposition (0.40); Review multiple memoranda from S. Weise and E. Barak on creditor versus creditor arguments (0.40); E-mails with L. Rappaport on administrative opposition claims strategy (0.20); Review further J. Levitan edits to opposition to DRA administrative expense motion and draft related memorandum to J. Levitan on same (0.40); Telephone conference and e-mails with L. Rappaport on reply strategy for same (0.40).	2.20	1,876.60
30 Aug 2021	Levitan, Jeffrey W.	206	Review S. Weise comments to administrative claim objection, e-mails with S. Weise regarding same (0.50); Review M. Firestein comments (0.30); Teleconferences with E. Barak, e-mails with J. Peterson, M. Firestein regarding objection (0.50); Edit administrative claim objection (1.60); Teleconferences with L. Rappaport, and e-mails with J. Peterson regarding objection (0.40).	3.30	2,814.90
30 Aug 2021	Rappaport, Lary Alan	206	Review S. Weise comments and edits to draft objection to DRA Parties' administrative expense claim (0.20); Review revised draft objection to DRA Parties' administrative expense claim, M. Firestein edits and comments (0.40); E-mails with M. Firestein, E. Barak, S. Weise, J. Levitan regarding revised draft objection to DRA Parties' administrative expense claim (0.50); Conferences with M. Firestein regarding same, legal research for issues raised in DRA Parties' motion to dismiss meet and confer response (0.30); Review underlying DRA Parties' agreements, solicitation, briefing for objection to administrative expense claim, reply in support of motion to dismiss (1.50); Conference with J. Levitan regarding analysis of restructuring agreement (0.10).	3.00	2,559.00

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 77 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
30 Aug 2021	Triggs, Matthew	206	Review and analysis of additional comments and edits to objection to administrative expense claim by DRA Parties.	0.40	341.20
30 Aug 2021	Weise, Steven O.	206	Review of pleadings on DRA administrative claim and comment on draft brief.	3.80	3,241.40
30 Aug 2021	Peterson, John A.	206	Review and revise objection to administrative expense based on additional comments from litigation and restructuring teams (2.10); Call with T. Singer and A. Monforte regarding document issues (0.20).	2.30	1,961.90
30 Aug 2021	Peterson, John A.	206	Revise objection to administrative expense motion.	0.40	341.20
30 Aug 2021	Peterson, John A.	206	Review and analyze additional redline changes and comments to objection from litigation team (1.20); Review correspondence regarding security interest discussion regarding same (0.20); Review code provisions at issue in secured collateral assertions in motion administrative expense claim (0.50).	1.90	1,620.70
31 Aug 2021	Firestein, Michael A.	206	Draft further opposition to administrative expense motion and related memorandum to J. Levitan on same (0.50).	0.50	426.50
31 Aug 2021	Levitan, Jeffrey W.	206	Teleconferences with E. Barak, L. Rappaport, e-mails J. Peterson regarding objection to administrative claim motion (0.50); Edit objection (2.80); E-mails with M. Bienenstock, M. Firestein regarding administrative claim (0.30).	3.60	3,070.80
31 Aug 2021	Rappaport, Lary Alan	206	E-mails with J. Levitan, J. Peterson, M. Firestein, E. Barak, S. Weise regarding revised draft objection to DRA Parties' motion for allowance of administrative expense claim (0.20); Review revised draft objection (0.40); Conference with J. Levitan regarding same (0.10); E-mail and conference with M. Triggs regarding legal research, advance drafting for reply brief (0.20).	0.90	767.70
31 Aug 2021	Weise, Steven O.	206	Review of pleadings on DRA administrative claim and comment on draft brief.	2.70	2,303.10

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 78 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)		<b>Invoice Number</b>	21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
31 Aug 2021	Peterson, John A.	206	Review and revise objection to DRA motion for administrative expense claim.	1.00	853.00
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>146.10</b>	<b>\$124,623.30</b>
<b>Non-Board Court Filings – 207</b>					
05 Aug 2021	Levitan, Jeffrey W.	207	Review ruling on standing, AAFAF joinder (0.40).	0.40	341.20
<b>Non-Board Court Filings Sub-Total</b>				<b>0.40</b>	<b>\$341.20</b>
<b>Analysis and Strategy – 210</b>					
05 Aug 2021	Peterson, John A.	210	Review and analyze draft DRA objection to administrative expenses motion regarding judges findings in Wednesday's hearing.	2.40	2,047.20
06 Aug 2021	Possinger, Paul V.	210	E-mails with Citi regarding HTA claim analysis (0.10); Review same (0.20).	0.30	255.90
06 Aug 2021	Peterson, John A.	210	Review objection to admin expense claim for issues related to oral rulings (0.60).	0.60	511.80
06 Aug 2021	Stafford, Laura	210	E-mails with J. Herriman regarding HTA unsecured claims (0.40).	0.40	341.20
09 Aug 2021	Stafford, Laura	210	Review and analyze documents relating to HTA payment request (1.10).	1.10	938.30
09 Aug 2021	Stafford, Laura	210	Call with A. Bosch, J. Herriman, K. Harmon, R. Ramos regarding HTA settlement payment request (0.40).	0.40	341.20
12 Aug 2021	Esses, Joshua A.	210	Call with J. Peterson on DRA administrative expense objection.	0.20	170.60
12 Aug 2021	Stafford, Laura	210	E-mails with J. Herriman, et al. regarding client request regarding HTA claims (0.50).	0.50	426.50
20 Aug 2021	Levitan, Jeffrey W.	210	E-mails E. Barak, S. Weise regarding subordination, administrative claim (0.30); Review comments on objection to DRA administrative claim motion (1.60); Prepare list of revisions to administrative claim objection (0.40); E-mails J. Peterson regarding revisions (0.50).	2.80	2,388.40
24 Aug 2021	Levitan, Jeffrey W.	210	Teleconferences and e-mails J. Esses regarding administrative claim objection (0.50); Review, note comments on administrative claim objection (1.10).	1.60	1,364.80

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 79 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
28 Aug 2021	Firestein, Michael A.	210	Review administrative expense motion by DRA for strategy to prepare opposition (0.50); Draft opposition to administrative expense claim motion and draft related memoranda to bankruptcy team on edits to same (1.20); Review M. Triggs and L. Rapaport edits on administrative expense motion (0.40); Telephone conference with M. Triggs on administrative expense opposition strategy (0.20); Review and draft memo from J. Levitan on opposition to administrative expense motion (0.20).	2.50	2,132.50
30 Aug 2021	Stafford, Laura	210	Review and analyze completed HTA litigation questionnaires (0.60).	0.60	511.80
31 Aug 2021	Barak, Ehud	210	Review and revise the opposition to the admin expense motion (2.20); Discuss with J. Levitan (0.30).	2.50	2,132.50
<b>Analysis and Strategy Sub-Total</b>				<b>15.90</b>	<b>\$13,562.70</b>
<b>General Administration – 212</b>					
28 Aug 2021	Monforte, Angelo	212	Review draft objection to DRA parties motion for administrative expense claim and compile filings referenced in same per M. Triggs.	0.30	87.30
30 Aug 2021	Monforte, Angelo	212	Search internet and download GDB solicitation statement cited in draft objection to DRA Parties' administrative expense claim per J. Peterson (0.20); Call with J. Peterson and T. Singer regarding same (0.20).	0.40	116.40
30 Aug 2021	Singer, Tal J.	212	Call with A. Monforte and J. Peterson regarding objection to DRA admin expense claim (0.20); Revise case caption per same (0.20); Research citation related to same (0.40).	0.80	232.80
<b>General Administration Sub-Total</b>				<b>1.50</b>	<b>\$436.50</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 80 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062862

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Employment and Fee Applications – 218</b>					
11 Aug 2021	Petrov, Natasha B.	218	Review monthly statements for Proskauer 12th interim fee application (1.10); Perform calculations for same (1.30).	2.40	698.40
12 Aug 2021	Petrov, Natasha B.	218	Draft Proskauer 12th interim fee application.	1.40	407.40
13 Aug 2021	Petrov, Natasha B.	218	Draft Proskauer 12th interim fee application.	1.70	494.70
<b>Employment and Fee Applications Sub-Total</b>				<b>5.50</b>	<b>\$1,600.50</b>



Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 81 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062862

## Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Barak, Ehud	20.00	853.00	17,060.00
Firestein, Michael A.	7.40	853.00	6,312.20
Levitan, Jeffrey W.	33.70	853.00	28,746.10
Possinger, Paul V.	0.30	853.00	255.90
Rappaport, Lary Alan	9.20	853.00	7,847.60
Triggs, Matthew	5.30	853.00	4,520.90
Weise, Steven O.	8.70	853.00	7,421.10
<b>Total Partner</b>	<b>84.60</b>		<b>\$ 72,163.80</b>
<b><u>Associate</u></b>			
Esses, Joshua A.	17.80	853.00	15,183.40
Peterson, John A.	57.40	853.00	48,962.20
Stafford, Laura	3.00	853.00	2,559.00
Stevens, Elliot R.	4.00	853.00	3,412.00
<b>Total Associate</b>	<b>82.20</b>		<b>\$ 70,116.60</b>
<b><u>Legal Assistant</u></b>			
Monforte, Angelo	0.70	291.00	203.70
Petrov, Natasha B.	5.50	291.00	1,600.50
Singer, Tal J.	0.80	291.00	232.80
<b>Total Legal Assistant</b>	<b>7.00</b>		<b>\$ 2,037.00</b>
<b>Professional Fees</b>	<b>173.80</b>		<b>\$ 144,317.40</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 82 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062862

## Description of Disbursements

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Amount</u>
<b>Westlaw</b>			
13 Aug 2021	Peterson, John A.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 6 Lines Printed - 0	518.00
19 Aug 2021	Peterson, John A.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 2 Lines Printed - 0	172.00
20 Aug 2021	Peterson, John A.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 7 Lines Printed - 0	172.00
23 Aug 2021	Peterson, John A.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 7 Lines Printed - 0	603.00
24 Aug 2021	Peterson, John A.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 8 Lines Printed - 0	344.00
27 Aug 2021	Peterson, John A.	Connect and Comm Time - 0:00:00 WestChk and Other Trans - 77 Lines Printed - 0	4,192.00
<b>Total Westlaw</b>			<b>6,001.00</b>
<b>Filing and Court Costs</b>			
21 Jun 2021	Harris, Mark D.	Vendor: Counsel Press LLC Invoice#: 0009124913 Date: 6/21/2021 - Appellee's Brief-preparation of brief. - Appellees Brief-Preparation of brief.	1,229.20
<b>Total Filing and Court Costs</b>			<b>1,229.20</b>

**Client Name**  
**Matter Name**FOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 83 of 121

**Invoice Date**  
**Invoice Number**14 Sep 2021  
21062862

---

**Disbursement Summary**

---

<b><u>Disbursements and Other Charges</u></b>	<b><u>Amount</u></b>
Computerized Research	6,001.00
Filing and Court Costs	<u>1,229.20</u>
<b>Total Disbursements</b>	<b>\$ 7,230.20</b>

---

**Total Billed**

---

**\$ 151,547.60**

---

**Client Name**  
**Matter Name**FOMB (33260)  
HTA TITLE III – MISCELLANEOUS (0053)

Exhibit B Page 84 of 121

**Invoice Date**  
**Invoice Number**14 Sep 2021  
21062878**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
219 Appeal	2.00	1,706.00
<b>Total Fees</b>	<b>2.00</b>	<b>\$ 1,706.00</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – MISCELLANEOUS (0053)

Exhibit B Page 85 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062878

## Description of Services Rendered

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Appeal – 219</b>					
02 Aug 2021	Firestein, Michael A.	219	Metropistas: Review edits to stay motion by Ambac and draft correspondence to Ambac's counsel on same (0.20); Review and draft correspondence to Gibson Dunn and Ambac regarding stay issues on appeal (0.30); Review further revised joint appellate brief for stay and draft correspondence to Ambac's counsel regarding edits (0.30).	0.80	682.40
02 Aug 2021	Roberts, John E.	219	Metropistas: Call with M. Firestein concerning stay motion (0.10); Revise stay motion (0.10).	0.20	170.60
02 Aug 2021	Snell, Dietrich L.	219	Metropistas: E-mails with J. Roberts about draft motion to stay appeal (0.10); Review and comment on draft motion to stay appeal (0.30); Review stay motion as filed (0.10).	0.50	426.50
02 Aug 2021	Stevens, Elliot R.	219	Metropistas: E-mails with D. Snell, J. Roberts, others, relating to stay of Metropistas appeal (0.20).	0.20	170.60
04 Aug 2021	Firestein, Michael A.	219	Metropistas: Review court order on Metropistas stay (0.10).	0.10	85.30
04 Aug 2021	Snell, Dietrich L.	219	Metropistas: Review order staying appeal.	0.20	170.60
<b>Appeal Sub-Total</b>				<b>2.00</b>	<b>\$1,706.00</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – MISCELLANEOUS (0053)

Exhibit B Page 86 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062878**Timekeeper Summary**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Fees Amount</u></b>
<b><u>Partner</u></b>			
Firestein, Michael A.	0.90	853.00	767.70
Roberts, John E.	0.20	853.00	170.60
Snell, Dietrich L.	0.70	853.00	597.10
<b>Total Partner</b>	<b>1.80</b>		<b>\$ 1,535.40</b>
<b><u>Associate</u></b>			
Stevens, Elliot R.	0.20	853.00	170.60
<b>Total Associate</b>	<b>0.20</b>		<b>\$ 170.60</b>
<b>Professional Fees</b>	<b>2.00</b>		<b>\$ 1,706.00</b>
<b>Total Billed</b>			<b>\$ 1,706.00</b>

Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 87 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062850**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
202 Legal Research	0.50	426.50
203 Hearings and other non-filed communications with the Court	4.20	3,582.60
204 Communications with Claimholders	2.70	2,303.10
205 Communications with the CW, its Instrumentalities or Representatives	3.10	2,644.30
206 Documents Filed on Behalf of the Board	36.80	31,390.40
207 Non-Board Court Filings	3.50	2,985.50
210 Analysis and Strategy	45.90	39,152.70
<b>Total Fees</b>	<b>96.70</b>	<b>\$ 82,485.10</b>

Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 88 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062850**Description of Services Rendered**

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Legal Research – 202</b>					
05 Aug 2021	Firestein, Michael A.	202	Research lift stay opposition issues (0.50).	0.50	426.50
<b>Legal Research Sub-Total</b>				<b>0.50</b>	<b>\$426.50</b>
<b>Hearings and other non-filed communications with the Court – 203</b>					
04 Aug 2021	Esses, Joshua A.	203	Participate in oral argument for DRA standing issues (1.30); Prepare for same (0.40).	1.70	1,450.10
04 Aug 2021	Peterson, John A.	203	Telephonically attend morning hearing on DRA lift stay issues.	2.50	2,132.50
<b>Hearings and other non-filed communications with the Court Sub-Total</b>				<b>4.20</b>	<b>\$3,582.60</b>
<b>Communications with Claimholders – 204</b>					
05 Aug 2021	Esses, Joshua A.	204	Call with M. Firestein and team regarding DRA Parties' lift stay status report (0.40); E-mails with same regarding same (0.10).	0.50	426.50
09 Aug 2021	Firestein, Michael A.	204	Meet and confer conference with DRA, O'Melveny, and Proskauer on lift stay requirements.	0.70	597.10
09 Aug 2021	Peterson, John A.	204	Conference call with opposing counsel in compliance with Judge's meet and confer order (0.80); Review and analyze DRA standing order recently issued by the Court (0.40); Review and revise DRA joint status report, e-mails regarding same (0.30).	1.50	1,279.50
<b>Communications with Claimholders Sub-Total</b>				<b>2.70</b>	<b>\$2,303.10</b>
<b>Communications with the CW, its Instrumentalities or Representatives – 205</b>					
06 Aug 2021	Triggs, Matthew	205	Call with O'Melveny regarding lift stay issues concerning DRA Parties.	0.50	426.50
06 Aug 2021	Esses, Joshua A.	205	Call with O'Melveny on DRA lift stay status report (0.50); Call with J. Levitan on status report (0.20); Review same (0.10).	0.80	682.40
09 Aug 2021	Rosen, Brian S.	205	Conference call with AAFAF, et al., regarding DRA meet and confer (0.80); Teleconference with M. Firestein regarding same (0.20);	1.80	1,535.40
<b>(CONTINUED)</b>					



<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 89 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
			Teleconference with E. Barak regarding same (0.20); Review draft DRA status report (0.40); Review L. Rappaport comments to report (0.10); Memorandum to J. Esses regarding same (0.10).		
<b>Communications with the CW, its Instrumentalities or Representatives Sub-Total</b>				<b>3.10</b>	<b>\$2,644.30</b>
<b>Documents Filed on Behalf of the Board – 206</b>					
09 Aug 2021	Barak, Ehud	206	Outline status report response (0.60).	0.60	511.80
09 Aug 2021	Esses, Joshua A.	206	Draft status report for DRA Parties lift stay (4.40); Call with DRA Parties on joint status report (0.80); Conference and e-mails with J. Levitan regarding status report (0.30).	5.50	4,691.50
10 Aug 2021	Bienenstock, Martin J.	206	Review, revise, and draft portions of status report regarding DRA litigation.	3.30	2,814.90
10 Aug 2021	Firestein, Michael A.	206	Draft status report for filing regarding lift stay.	0.30	255.90
10 Aug 2021	Rappaport, Lary Alan	206	Review and edit revised joint status report regarding DRA Parties' lift stay motion (0.80); Review B. Rosen proposed additional edits to revised joint status report regarding DRA Parties' lift stay motion (0.10); Conferences with M. Firestein regarding revised joint status report, proposed edits (0.30); Conference with M. Triggs regarding same (0.10); E-mails with J. Esses, B. Rosen, M. Firestein, J. Levitan, E. Barak, M. Bienenstock regarding same (0.20); E-mails with H. Bauer, C. Garcia, G. Miranda, J. Esses regarding filing assistance for joint status report regarding DRA Parties' lift stay motion (0.10); E-mails with J. Esses, A. Garcia, D. Mintz regarding DRA Parties' portion of joint status report (0.10); Review order denying Cobra Acquisition's stay relief motion and e-mail with E. Barak, J. Levitan and M. Triggs regarding potential application to DRA Parties' stay relief motion (0.10); Review M. Bienenstock edits to draft joint status report (0.20); E-mails, conference with M. Firestein regarding same (0.20);	3.00	2,559.00
<b>(CONTINUED)</b>					

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 90 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)			<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
			E-mails with J. Esses, A. Garcia, D. Mintz, J. Levitan, E. Barak regarding draft joint status report, DRA Parties' position statement (0.10); Review revised draft joint status report and related e-mails with J. Esses, E. Barak, J. Levitan, M. Triggs, M. Firestein (0.40); Review e-mails J. Esses, P. Friedman, M. Kremer regarding joint status report, AAFAF proposed revisions (0.30).		
10 Aug 2021	Rosen, Brian S.	206	Review and revise DRA report (0.50); Memorandum to L. Rappaport regarding DRA report (0.10).	0.60	511.80
10 Aug 2021	Esses, Joshua A.	206	Draft status report for DRA parties' lift stay.	1.00	853.00
11 Aug 2021	Bienenstock, Martin J.	206	Review and draft portions of lift stay joint status report.	1.30	1,108.90
11 Aug 2021	Bienenstock, Martin J.	206	Review O'Melveny changes to DRA status report and revise Board portion of report.	1.60	1,364.80
11 Aug 2021	Rappaport, Lary Alan	206	E-mails with J. Esses, M. Bienenstock, J. Levitan, E. Barak, M. Triggs regarding joint status report, AAFAF edits, revisions, DRA Parties' portion, strategy (0.30); Conference with J. Esses regarding same (0.20); Conference with M. Triggs regarding same (0.10); E-mails with J. Esses, A. Garcia, D. Mintz, P. Amend, B. Rosen, M. Triggs regarding DRA Parties' portion of joint status report, revised report, revisions, proposed order, Judge Swain's order (0.60); Review DRA Parties' portion of joint status report (0.30); E-mails with M. Bienenstock, J. Levitan, E. Barak, M. Triggs, J. Esses regarding DRA Parties' portion of joint status report, revisions to joint status report, revisions to Government Parties' portion (1.10); Conferences with J. Levitan and E. Barak regarding same (0.20); Conferences with M. Triggs regarding same, proposed order (0.20); Conferences with J. Esses regarding same (0.20); E-mails with P. Friedman and M. Kremer regarding same (0.20); (CONTINUED)	5.80	4,947.40

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 91 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
			E-mails with J. Esses, G. Miranda, H. Bauer regarding draft joint status report, finalization and filing, status of DRA Parties' portion, revisions (0.20); Conferences with M. Triggs regarding proposed order, drafting proposed order (0.30); E-mails with M. Triggs, J. Levitan, E. Barak regarding proposed order, edits, revised proposed order (0.30); Conference with M. Firestein regarding status of joint status report, revisions (0.10); Review DRA Parties' further revised joint status report, analyze and finalize same with M. Triggs, E. Barak, J. Esses (1.30); E-mails with J. Esses, M. Triggs, E. Barak, A. Garcia, P. Amend, D. Mintz, G. Miranda regarding finalization and filing of joint status report (0.20).		
11 Aug 2021	Rosen, Brian S.	206	Review DRA joint status report, revisions, correspondence (1.70); Memorandum to L. Rappaport regarding same (0.10).	1.80	1,535.40
11 Aug 2021	Triggs, Matthew	206	Review of e-mails and drafts of joint status report (2.10); Call with L. Rappaport regarding same (0.10); Draft revisions to joint status report (0.80); Preparation of proposed order (0.60); Calls with L. Rappaport regarding same (0.50).	4.10	3,497.30
11 Aug 2021	Esses, Joshua A.	206	Draft DRA status report on lift stay (4.10); Call with L. Rappaport regarding same (0.20); Conference with L. Rappaport regarding same and proposed order (0.20).	4.50	3,838.50
12 Aug 2021	Rappaport, Lary Alan	206	Review as filed joint status report for DRA Parties' lift stay motion and compare with authorized version sent to DRA Parties' counsel (0.30); E-mails with M. Firestein regarding joint status report for DRA Parties' lift stay motion, DRA Parties' erroneous filing of wrong version of report, corrections, strategy (0.20); Conferences with M. Firestein regarding same (0.20); E-mails with J. Esses, E. Barak, M. Triggs regarding same (0.20); Conference with M. Triggs regarding same (0.20); (CONTINUED)	2.70	2,303.10

Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 92 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
			Conference with L. Stafford regarding same (0.10); Calls to Judge Swain's clerks regarding erroneous filing of joint status report, substitution of corrected version (0.10); E-mails with P. Amend, A. Garcia, D. Mintz, A. Cepeda, P. Friedman, M. Kremer regarding erroneous filing of joint status report, substitution of corrected version, corrections, revisions, strategy (1.00); E-mails with Clerk and all counsel regarding erroneous filing of joint status report, substitution of corrected version (0.20); Review as filed corrected joint status report (0.20).		
12 Aug 2021	Triggs, Matthew	206	Conference with L. Rappaport regarding joint status report (0.20).	0.20	170.60
13 Aug 2021	DuBosar, Jared M.	206	Review joint status report regarding DRA lift stay motion and order concerning the same.	0.50	426.50
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>36.80</b>	<b>\$31,390.40</b>
<b>Non-Board Court Filings – 207</b>					
09 Aug 2021	Bienenstock, Martin J.	207	Review and analyze DRA parties' stay motion (2.70); E-mails with Proskauer team regarding strategy and defenses (0.50).	3.20	2,729.60
13 Aug 2021	Rappaport, Lary Alan	207	Review Judge Swain's order on joint status report staying DRA Parties' lift stay motion (0.10); E-mails with J. Levitan, E. Barak, M. Firestein, M. Triggs regarding same (0.10).	0.20	170.60
13 Aug 2021	Stevens, Elliot R.	207	Review Title III court order staying lift stay motion (0.10).	0.10	85.30
<b>Non-Board Court Filings Sub-Total</b>				<b>3.50</b>	<b>\$2,985.50</b>
<b>Analysis and Strategy – 210</b>					
01 Aug 2021	Esses, Joshua A.	210	Prepare for hearing on DRA lift stay.	1.30	1,108.90
02 Aug 2021	Esses, Joshua A.	210	Review DRA lift stay motion in preparation of hearing.	0.20	170.60

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 93 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)			<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
02 Aug 2021	Peterson, John A.	210	Review and analyze all lift stay pleadings and arguments contained therein in preparation for oral argument review prep (3.10); Research history of GDB and various acts cited for both lift stay and administrative claims objection issues (2.80); E-mails with J. Esses regarding same (0.10); Review and revise administrative claims objection regarding arguments made in lift stay pleadings (0.80).	6.80	5,800.40
03 Aug 2021	Barak, Ehud	210	Prepare for DRA lift stay moot argument on standing (1.60); Review pleadings in connection with same (0.80).	2.40	2,047.20
03 Aug 2021	Firestein, Michael A.	210	Review DRA demonstrative for standing hearing (0.20); Review outline on oral argument and draft e-mail to J. Esses on same (0.30).	0.50	426.50
03 Aug 2021	Firestein, Michael A.	210	Attend DRA lift stay moot court with Proskauer and O'Melveny (1.30).	1.30	1,108.90
03 Aug 2021	Levitan, Jeffrey W.	210	Review pleadings to prepare for moot court (0.50); Participate in moot court with M. Kremer and J. Esses to prepare for standing argument (1.30); Review DRA demonstrative (0.10); Review argument outline, teleconference and e-mail J. Esses regarding same (0.40).	2.30	1,961.90
03 Aug 2021	Rosen, Brian S.	210	Conference call with O'Melveny and Proskauer teams regarding DRA lift stay motion (1.30); Review materials regarding same (0.40).	1.70	1,450.10
03 Aug 2021	Esses, Joshua A.	210	Prepare for hearing on DRA lift stay motion (2.30); Call with O'Melveny on DRA lift stay hearing (1.30); Call with J. Levitan regarding same (0.20).	3.80	3,241.40
03 Aug 2021	Peterson, John A.	210	Conference call with M. Firestein and team to prepare for oral arguments in DRA lift/stay hearing.	1.30	1,108.90
05 Aug 2021	Firestein, Michael A.	210	Draft multiple memoranda on strategy for lift stay opposition (0.60); Conference call with L. Rappaport and others on strategy for DRA lift stay issues (0.40); Review stipulation and draft e-mail to L. Rappaport on 362(e) issues (0.30).	1.30	1,108.90

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 94 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)			<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
05 Aug 2021	Rappaport, Lary Alan	210	E-mails with M. Firestein, J. Levitan, E. Barak regarding go forward strategy on DRA Parties' lift stay motion, administrative claim (0.20); Review transcript of August 4th omnibus hearing argument and ruling on DRA stay relief motion (standing) (0.40); Conference with M. Firestein, J. Levitan, M. Triggs, E. Stevens, J. Esses, J. Peterson regarding strategy for DRA stay relief motion, administrative claim, adversary complaint and meet and confer (0.40); Post-conference call with M. Firestein regarding same, 362(e) issue (0.10); Review various stipulations with DRA parties and related e-mails with M. Firestein, J. Levitan, E. Barak, M. Triggs, E. Stevens, J. Esses, J. Peterson regarding 362(e) issue (0.50).	1.60	1,364.80
05 Aug 2021	Triggs, Matthew	210	Call with M. Firestein and restructuring regarding DRA lift stay proceeding (0.40).	0.40	341.20
05 Aug 2021	DuBosar, Jared M.	210	Call with M. Firestein and team regarding strategy for DRA lift stay proceedings.	0.40	341.20
05 Aug 2021	Peterson, John A.	210	Conference call with M. Firestein and Proskauer team regarding DRA meet and confer preparation.	0.40	341.20
06 Aug 2021	Barak, Ehud	210	Call with O'Melveny, M. Firestein and team regarding DRA stay issues (0.50).	0.50	426.50
06 Aug 2021	Firestein, Michael A.	210	Prepare for O'Melveny strategy call on status report pursuant to court order (0.30); Conference call with O'Melveny and Proskauer on lift stay strategy approach pursuant to court order (0.50); Draft e-mail to J. Esses on status report issues (0.20).	1.00	853.00

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 95 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
06 Aug 2021	Rappaport, Lary Alan	210	Review Judge Swain order referring plan discovery to Magistrate Judge Dein, related e-mails and conference with M. Firestein (0.10); Review final transcript, DRA materials in preparation for conference call regarding strategy, meet and confer (0.50); WebEx conference with J. Levitan, E. Barak, M. Firestein, M. Triggs, E. Stevens, J. Esses, J. Peterson, P. Friedman, M. Kremer regarding DRA stay relief motion, administrative claim motion, adversary complaint, meet and confer and strategy (0.50).	1.10	938.30
06 Aug 2021	Peterson, John A.	210	Review and analyze hearing transcript regarding oral rulings on DRA lift stay issues and instructions for next step and meet and confer (1.40); Review standing related briefing in objection and revise notes regarding altered arguments based on lift stay ruling (2.30); Conference call with Proskauer team regarding meet and confer strategy and DRA issues post oral rulings on lift stay hearing (0.50).	4.20	3,582.60
09 Aug 2021	Firestein, Michael A.	210	Review court order on standing objection to DRA lift stay (0.20); Prepare for DRA meet and confer (0.30); Review and draft correspondence to UCC on DRA meet and confer (0.20); Telephone conference with M. Triggs on go-forward lift stay issue strategy post meet and confer (0.20); Review M. Bienenstock correspondence on DRA lift stay and draft same (0.30); Review and draft Board status report inserts (0.80); Related telephone conference with L. Rappaport on same (0.20); Conference call with B. Rosen regarding same (0.20); Draft memoranda to J. Levitan on guaranty issues (0.20).	2.60	2,217.80

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B Page 96 of 121</b>	<b>Invoice Date</b>	14 Sep 2021
<b>Matter Name</b>	GDB DRA HTA LIFT STAY (0087)		<b>Invoice Number</b>	21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09 Aug 2021	Rappaport, Lary Alan	210	Review Judge Swain's order regarding DRA Parties' standing to pursue motion for stay relief (0.20); E-mails with Z. Zwillinger, M. Firestein regarding meet and confer (0.10); WebEx meet and confer conference with A. Garcia, D. Mintz, P. Amend, P. Friedman, M. Kremer, M. Bienenstock, B. Rosen, M. Firestein, J. Levitan, E. Barak, M. Triggs, J. Esses, J. Peterson regarding go forward strategy for DRA Parties' lift stay motion, preparation of joint status report (0.80); Review and edit draft joint status report, review further proposed revisions by M. Triggs, M. Firestein and E. Barak, review underlying filings for citations (1.90); Conferences with M. Triggs regarding same (0.20); Conferences with M. Firestein regarding same (0.20); E-mails with M. Triggs, M. Firestein, J. Esses, E. Barak, B. Rosen, J. Levitan, J. Esses regarding same (0.30).	3.70	3,156.10
09 Aug 2021	Triggs, Matthew	210	Call with counsel for DRA parties regarding lift stay (0.80); Call with M. Firestein regarding status report (0.20); Review and propose revisions to joint status report (0.70); Calls with L. Rappaport regarding same (0.20).	1.90	1,620.70
09 Aug 2021	Stevens, Elliot R.	210	E-mails with M. Bienenstock, others, relating to DRA lift stay arguments (0.10).	0.10	85.30
10 Aug 2021	Firestein, Michael A.	210	Multiple telephone conferences with L. Rappaport on strategy for status report (0.30); Telephone conference with B. Rosen on status report strategy (0.20); Review M. Bienenstock edits to status report insert (0.20).	0.70	597.10
11 Aug 2021	Firestein, Michael A.	210	Review multiple iterations of joint status report and correspondence from L. Rappaport, DRA parties, and M. Bienenstock (0.40); Telephone conference and e-mails with L. Rappaport on lift stay status report issues (0.30).	0.70	597.10



Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 97 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062850

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12 Aug 2021	Firestein, Michael A.	210	Review as-filed status report and draft necessary edits (0.50); Multiple telephone conferences with L. Rappaport on needed revisions to status report (0.20); Draft and review multiple e-mails to and from L. Rappaport and DRA counsel on further revisions to status report in lift stay (0.30); Draft multiple e-mails to E. Barak on DRA lift stay strategy and status report revisions (0.20).	1.20	1,023.60
12 Aug 2021	Stafford, Laura	210	Call with L. Rappaport regarding joint status report (0.10).	0.10	85.30
13 Aug 2021	Firestein, Michael A.	210	Review order on lift stay and related correspondence to J. Levitan and L. Rappaport on same (0.20); Draft strategic e-mail to S. Weise on meet and confer issues regarding lift stay (0.10).	0.30	255.90
13 Aug 2021	Peterson, John A.	210	Review and analyze recent judicial decision, oral argument transcript and related filings of lift stay (2.10).	2.10	1,791.30
<b>Analysis and Strategy Sub-Total</b>				<b>45.90</b>	<b>\$39,152.70</b>

Client Name  
Matter NameFOMB (33260)  
GDB DRA HTA LIFT STAY (0087)

Exhibit B Page 98 of 121

Invoice Date  
Invoice Number14 Sep 2021  
21062850

## Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Barak, Ehud	3.50	853.00	2,985.50
Bienenstock, Martin J.	9.40	853.00	8,018.20
Firestein, Michael A.	11.10	853.00	9,468.30
Levitan, Jeffrey W.	2.30	853.00	1,961.90
Rappaport, Lary Alan	18.10	853.00	15,439.30
Rosen, Brian S.	5.90	853.00	5,032.70
Triggs, Matthew	7.10	853.00	6,056.30
<b>Total Partner</b>	<b>57.40</b>		<b>\$ 48,962.20</b>
<b><u>Associate</u></b>			
DuBosar, Jared M.	0.90	853.00	767.70
Esses, Joshua A.	19.30	853.00	16,462.90
Peterson, John A.	18.80	853.00	16,036.40
Stafford, Laura	0.10	853.00	85.30
Stevens, Elliot R.	0.20	853.00	170.60
<b>Total Associate</b>	<b>39.30</b>		<b>\$ 33,522.90</b>
<b>Professional Fees</b>	<b>96.70</b>		<b>\$ 82,485.10</b>
<b>Total Billed</b>			<b>\$ 82,485.10</b>

UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO

-----X  
In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3283-LTS  
THE COMMONWEALTH OF PUERTO RICO, *et al.*, (Jointly Administered)  
Debtors.<sup>1</sup>  
-----X

In re: PROMESA  
Title III  
THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,  
as representative of No. 17 BK 3567-LTS  
PUERTO RICO HIGHWAYS &  
TRANSPORTATION AUTHORITY,  
Debtor.  
-----X

**COVER SHEET TO FIFTY-FOURTH MONTHLY FEE APPLICATION OF  
PROSKAUER ROSE LLP AS ATTORNEYS TO THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO, AS REPRESENTATIVE OF DEBTOR,  
PUERTO RICO HIGHWAY & TRANSIT AUTHORITY (“HTA”)  
FOR THE PERIOD SEPTEMBER 1, 2021 THROUGH SEPTEMBER 30, 2021**

**ALL FEES IN THIS MONTHLY FEE STATEMENT WERE INCURRED OUTSIDE OF  
PUERTO RICO**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Name of Applicant: Proskauer Rose LLP (“Proskauer”)

Authorized to Provide  
Professional Services to: Financial Oversight and Management Board, as  
Representative for the Debtor Pursuant to  
PROMESA Section 315(b)

Period for which compensation  
and reimbursement for fees and services  
is sought: September 1, 2021 through September 30, 2021

Amount of compensation sought  
as actual, reasonable and necessary: \$77,153.20

Amount of expense reimbursement  
sought as actual, reasonable and necessary: \$0.00

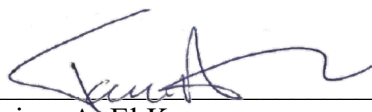
Total Amount for these Invoices: \$77,153.20

This is a: X monthly \_\_\_ interim \_\_\_ final application.

This is Proskauer’s 54th monthly fee application in these cases.

**Principal Certification**

I hereby authorize the submission of this Monthly Fee Statement for September 2021.

A handwritten signature in blue ink, appearing to read 'Jaime A. El Koury', is written over a horizontal line.

Jaime A. El Koury  
General Counsel to the Financial Oversight and  
Management Board for Puerto Rico

On October 4, 2021 sent to:

**FOMB:**

Financial Oversight and Management Board  
40 Washington Square South  
Office 314A  
New York, NY 10012  
Attn: Professor Arthur J. Gonzalez  
FOMB Board Member

O'Neill & Borges LLC  
250 Muñoz Rivera Ave., Suite 800  
San Juan, PR 00918  
Attn: Hermann D. Bauer, Esq.

**Office of United States Trustee**

Office of the United States Trustee for the District of  
Puerto Rico  
Edificio Ochoa, 500 Tanca Street, Suite 301  
San Juan, PR 00901  
(In re: Commonwealth of Puerto Rico)

Office of the United States Trustee for Region 21  
75 Spring Street, SW, Room 362  
Atlanta, GA 30303  
Attn: Guy G. Gebhardt  
Acting United States Trustee (Region 21)  
(In re: Commonwealth of Puerto Rico)

**Co-Counsel for the Official Committee of Unsecured  
Creditors:**

Paul Hastings LLP  
200 Park Avenue  
New York, NY 10166  
Attn: Luc. A. Despina, Esq.

Casillas, Santiago & Torres, LLC  
El Caribe Office Building  
53 Palmeras Street, Ste. 1601  
San Juan, Puerto Rico 00901-2419  
Attn: Juan J. Casillas Ayala, Esq.  
Alberto J. E. Añeses Negrón, Esq.

**Co-Counsel for the Fee Examiner**

Godfrey & Kahn S.C.  
One East Main Street, Suite 500  
Madison, WI 53703  
Attn: Katherine Stadler

EDGE Legal Strategies, PSC  
252 Ponce de León Avenue  
Citibank Tower, 12<sup>th</sup> Floor  
San Juan, PR 00918  
Attn: Eyck O. Lugo

**Co-Counsel for AAFAF:**

O'Melveny & Myers LLP,  
Times Square Tower  
7 Times Square  
New York, NY 10036  
Attn: John J. Rapisardi, Esq.  
Suzanne Uhland, Esq.  
Diana M. Perez, Esq.

Marini Pietrantonio Muñoz LLC  
MCS Plaza, Suite 500  
255 Ponce de León Ave  
San Juan, PR 00917  
Attn: Luis C. Marini-Biaggi, Esq.  
Carolina Velaz-Rivero, Esq.

**Co-Counsel for the Official Committee of Retirees:**

Jenner & Block LLP  
919 Third Avenue  
New York, NY 10022-3908  
Attn.: Robert Gordon, Esq.  
Richard Levin, Esq.

Jenner & Block LLP  
353 N. Clark Street  
Chicago, IL 60654  
Attn.: Catherine Steege, Esq.  
Melissa Root, Esq.

Bennazar, García & Milián, C.S.P.  
Edificio Union Plaza, PH-A  
416 Avenida Ponce de León  
Hato Rey, PR 00918  
Attn.: A.J. Bennazar-Zequeira, Esq.

**Puerto Rico Department of Treasury**

PO Box 9024140  
San Juan, PR 00902-4140  
Attn: Reylam Guerra Goderich, Deputy Assistant of  
Central Accounting  
Omar E. Rodríguez Pérez, CPA, Assistant  
Secretary of Central Accounting  
Angel L. Pantoja Rodríguez, Deputy Assistant of  
Internal Revenue and Tax Policy  
Francisco Parés Alicea, Assistant Secretary of  
Internal Revenue and Tax Policy  
Francisco Peña Montañez, CPA, Assistant  
Secretary of the Treasury

**Summary of Legal Fees for the Period September 2021**

<b>HTA - General</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
206	Documents Filed on Behalf of the Board	54.00	\$46,062.00
207	Non-Board Court Filings	10.20	\$8,700.60
210	Analysis and Strategy	10.90	\$9,297.70
212	General Administration	6.30	\$1,833.30
215	Plan of Adjustment and Disclosure Statement	7.10	\$6,056.30
<b>Total</b>		<b>88.50</b>	<b>\$71,949.90</b>

<b>HTA – Peaje</b>			
<b>Task Code</b>	<b>Matter Description</b>	<b>Total Billed Hours</b>	<b>Total Fees Requested</b>
206	Documents Filed on Behalf of the Board	4.90	\$4,179.70
207	Non-Board Court Filings	0.40	\$341.20
210	Analysis and Strategy	0.80	\$682.40
<b>Total</b>		<b>6.10</b>	<b>\$5,203.30</b>

Summary of Legal Fees for the Period September 2021

**ACROSS ALL HTA-RELATED MATTERS**

<b>Professional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Brian S. Rosen	Partner	BSGR & B	\$853.00	9.00	\$7,677.00
Ehud Barak	Partner	BSGR & B	\$853.00	11.20	\$9,553.60
Jeffrey W. Levitan	Partner	BSGR & B	\$853.00	9.80	\$8,359.40
Lary Alan Rappaport	Partner	Litigation	\$853.00	11.10	\$9,468.30
Martin J. Bienenstock	Partner	BSGR & B	\$853.00	7.60	\$6,482.80
Matthew Triggs	Partner	Litigation	\$853.00	0.20	\$170.60
Michael A. Firestein	Partner	Litigation	\$853.00	7.80	\$6,653.40
Paul Possinger	Partner	BSGR & B	\$853.00	0.20	\$170.60
Steven O. Weise	Partner	Corporate	\$853.00	19.50	\$16,633.50
Elliot Stevens	Associate	BSGR & B	\$853.00	0.20	\$170.60
John A. Peterson	Associate	Corporate	\$853.00	8.00	\$6,824.00
Joshua A. Esses	Associate	BSGR & B	\$853.00	0.90	\$767.70
Laura Stafford	Associate	Litigation	\$853.00	2.80	\$2,388.40
<b>TOTAL</b>				<b>88.30</b>	<b>\$75,319.90</b>

<b>Paraprofessional</b>	<b>Position/Title</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Angelo Monforte	Legal Assistant	Litigation	\$291.00	6.30	\$1,833.30
<b>TOTAL</b>				<b>6.30</b>	<b>\$1,833.30</b>

<b>SUMMARY OF LEGAL FEES</b>	<b><u>Hours</u> 94.60</b>	<b><u>Fees</u> \$77,153.20</b>
------------------------------	-------------------------------	------------------------------------



**ACROSS ALL HTA-RELATED MATTERS**

<b>EXPENSE CATEGORY</b>	<b>AMOUNTS</b>
N/A	\$0.00
<b>TOTAL</b>	<b>\$0.00</b>

Proskauer requests payment of fees and reimbursement of expenses in accordance with the procedures set forth in the Interim Compensation Order (*i.e.*, payment of ninety percent (90%) of the compensation sought, in the amount of \$69,437.88, and reimbursement of one-hundred percent (100%) of expenses incurred, in the amount of \$0.00) in the total amount \$69,437.88.

### **Professional Certification**

I hereby certify that no public servant of the Department of Treasury is a party to or has any interest in the gains or benefits derived from the contract that is the basis of this invoice. The only consideration for providing services under the contract is the payment agreed upon with the authorized representatives of the Financial Oversight and Management Board for Puerto Rico. The amount of this invoice is reasonable. The services were rendered and the corresponding payment has not been made. To the best of my knowledge, Proskauer Rose LLP does not have any debts owed to the Government of Puerto Rico or its instrumentalities.

I further certify that, with respect to the fees and services rendered pursuant to this monthly fee statement, (i) Proskauer Rose LLP was not doing business in Puerto Rico and (ii) the services rendered by Proskauer Rose LLP were not performed in Puerto Rico.

/s/ Martin J. Bienenstock  
Martin J. Bienenstock (*pro hac vice*)

Proskauer Rose LLP  
Eleven Times Square  
New York, NY 10036  
Tel: (212) 969-3000  
Fax: (212) 969-2900

## **Exhibit A**

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 109 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21068046**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
206 Documents Filed on Behalf of the Board	54.00	46,062.00
207 Non-Board Court Filings	10.20	8,700.60
210 Analysis and Strategy	10.90	9,297.70
212 General Administration	6.30	1,833.30
215 Plan of Adjustment and Disclosure Statement	7.10	6,056.30
<b>Total Fees</b>	<b>88.50</b>	<b>\$ 71,949.90</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 110 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21068046

## Description of Services Rendered

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Documents Filed on Behalf of the Board – 206</b>					
01 Sep 2021	Barak, Ehud	206	Review and revise the opposition to the DRA parties admin expense motion.	3.70	3,156.10
01 Sep 2021	Rosen, Brian S.	206	Review draft objection to DRA admin expense claim (0.30).	0.30	255.90
01 Sep 2021	Weise, Steven O.	206	Review of pleadings on DRA administrative claim and comment on draft brief.	2.20	1,876.60
02 Sep 2021	Barak, Ehud	206	Review and revise the opposition to the DRA parties admin expense motion.	2.80	2,388.40
06 Sep 2021	Bienenstock, Martin J.	206	Review, research and draft portions of, and edit opposition to DRA Parties' administrative claim motion.	5.30	4,520.90
06 Sep 2021	Rosen, Brian S.	206	Review M. Bienenstock comments to DRA Parties' motion (0.70).	0.70	597.10
06 Sep 2021	Weise, Steven O.	206	Review of pleadings on DRA administrative claim and comment on draft brief.	1.80	1,535.40
07 Sep 2021	Barak, Ehud	206	Review and revise the opposition to the DRA admin expense motion (1.80); Conduct relevant research (2.90).	4.70	4,009.10
07 Sep 2021	Firestein, Michael A.	206	Draft opposition to administrative expense motion and memorandum to J. Levitan on strategy for same (0.60).	0.60	511.80
07 Sep 2021	Rappaport, Lary Alan	206	Review M. Bienenstock, M. Firestein edits to draft objection to DRA Parties' motion for allowance of administrative expense claim (0.30); E-mails with M. Firestein, J. Levitan, E. Barak regarding same (0.10).	0.40	341.20
07 Sep 2021	Rosen, Brian S.	206	Review draft response to DRA motion (0.80); Review M. Bienenstock comments regarding same (0.40).	1.20	1,023.60
07 Sep 2021	Weise, Steven O.	206	Review of pleadings on DRA administrative claim (0.90); Call with M. Firestein regarding same (0.20).	1.10	938.30
07 Sep 2021	Esses, Joshua A.	206	Draft response to DRA parties motion for administrative expense.	0.70	597.10

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 111 of 121</b>	<b>Invoice Date</b>	04 Oct 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21068046

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
07 Sep 2021	Peterson, John A.	206	Review and revise objection to DRA motion for admin expense claim with comments from M. Bienenstock (1.60); E-mails with J. Levitan and partner team regarding same (0.10); Review and revise based on comments from M. Firestein (0.40).	2.10	1,791.30
08 Sep 2021	Bienenstock, Martin J.	206	Review proposed changes to opposition to DRA motion for admin expense claim, edited brief, and provided comments.	2.30	1,961.90
08 Sep 2021	Levitan, Jeffrey W.	206	E-mails J. Peterson regarding administrative claim objection (0.30); Review M. Firestein comments to objection and e-mails with P. Friedman regarding administrative claim (0.40); Edit administrative claim objection (4.30); Review O'Melveny comments to administration claim objection (0.40); Teleconferences and e-mails J. Esses regarding objection revisions (0.50); E-mails with L. Rappaport regarding DRA arguments (0.20).	6.10	5,203.30
08 Sep 2021	Rappaport, Lary Alan	206	Review revised draft objection to DRA motion for allowance of an administrative expense claim and e-mails with J. Levitan, E. Barak, S. Weise, M. Firestein, J. Esses regarding M. Bienenstock edits, comments and additional revision to same (0.30).	0.30	255.90
08 Sep 2021	Esses, Joshua A.	206	Call with J. Levitan regarding administrative claim objection (0.20).	0.20	170.60
08 Sep 2021	Peterson, John A.	206	Final edits to objection to DRA motion for an administrative expense claim, e-mails with paralegal staff, J. Esses, and local counsel regarding filing and exhibits.	0.50	426.50
08 Sep 2021	Peterson, John A.	206	Review and revise final draft of objection to motion for an administrative expense claim (1.30); E-mail discussion with M. Firestein and team regarding standing arguments (0.20).	1.50	1,279.50
09 Sep 2021	Firestein, Michael A.	206	Review final administrative expense motion opposition (0.40).	0.40	341.20
09 Sep 2021	Levitan, Jeffrey W.	206	Final review of administrative claim objection (1.30); E-mail J. Peterson regarding objection (0.10).	1.40	1,194.20

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 112 of 121</b>	<b>Invoice Date</b>	04 Oct 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21068046

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
09 Sep 2021	Rappaport, Lary Alan	206	Review final, as filed objection to DRA Parties' motion for allowance of administrative expense claim, exhibit thereto (0.40).	0.40	341.20
09 Sep 2021	Peterson, John A.	206	Final review of DRA objection to administrative expense claim (1.90); E-mails with J. Esses regarding same (0.20).	2.10	1,791.30
24 Sep 2021	Rappaport, Lary Alan	206	Preliminary review of reply to objection to claim for administrative expense (0.30); E-mails with M. Firestein, J. Levitan, E. Barak regarding same (0.10).	0.40	341.20
26 Sep 2021	Firestein, Michael A.	206	Draft objection to declaration to submission by DRA on administrative claim (0.30).	0.30	255.90
26 Sep 2021	Weise, Steven O.	206	Review response to objection.	1.30	1,108.90
26 Sep 2021	Weise, Steven O.	206	Review response to objection.	1.40	1,194.20
27 Sep 2021	Levitan, Jeffrey W.	206	Review draft, call with M. Firestein and team regarding evidentially objections (0.40).	0.40	341.20
27 Sep 2021	Triggs, Matthew	206	Review and propose revisions to objection to reply in support of expense motion.	0.20	170.60
27 Sep 2021	Weise, Steven O.	206	Review response to objection.	0.80	682.40
27 Sep 2021	Weise, Steven O.	206	Review response to objection.	2.70	2,303.10
28 Sep 2021	Rappaport, Lary Alan	206	Review M. Bienenstock edits and comments to evidentiary objection (0.20); Cite checking, legal researching regarding authority cited (0.40); Conference with M. Firestein regarding same, strategy (0.20) E-mails with M. Bienenstock, M. Firestein, E. Stevens, J. Levitan, E. Barak regarding revisions to evidentiary objection, strategy, additional edits (0.30); Implement revisions to evidentiary objection, finalize and coordinate filing with O'Neill (0.40).	1.50	1,279.50
28 Sep 2021	Weise, Steven O.	206	Review response to objection.	2.20	1,876.60
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>54.00</b>	<b>\$46,062.00</b>

**Non-Board Court Filings – 207**

05 Sep 2021	Rosen, Brian S.	207	Review DRA Parties motion regarding administrative expense (0.70).	0.70	597.10
24 Sep 2021	Weise, Steven O.	207	Review response to objection (0.60).	0.60	511.80



<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 113 of 121</b>	<b>Invoice Date</b>	04 Oct 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21068046

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
25 Sep 2021	Firestein, Michael A.	207	Partial review of DRA opposition to administrative expense motion (0.30).	0.30	255.90
25 Sep 2021	Levitan, Jeffrey W.	207	Analysis of DRA administration claim reply.	1.30	1,108.90
25 Sep 2021	Weise, Steven O.	207	Review response to objection and outline reply.	5.40	4,606.20
26 Sep 2021	Peterson, John A.	207	Review and analyze DRA parties response to Board objection to motion for an administrative expense claims.	1.80	1,535.40
29 Sep 2021	Rappaport, Lary Alan	207	Review order, briefing schedule regarding evidentiary objection to Exhibit A to DRA reply in support of administrative expense claim, related e-mails with M. Firestein, E. Stevens, E. Barak, J. Levitan (0.10).	0.10	85.30
<b>Non-Board Court Filings Sub-Total</b>				<b>10.20</b>	<b>\$8,700.60</b>
<b>Analysis and Strategy – 210</b>					
07 Sep 2021	Firestein, Michael A.	210	Telephone conference with S. Weise on strategy for administrative expense motion (0.20); Review and draft e-mail to S. Weise on administrative claim opposition strategy (0.20).	0.40	341.20
08 Sep 2021	Firestein, Michael A.	210	Review and draft multiple e-mails to E. Barak, S. Weise, E. Barak, J. Esses on DRA parties security interest claim in face of administrative expense motion (0.30); Review revised opposition to administrative expense motion pursuant to M. Bienenstock edits (0.30).	0.60	511.80
16 Sep 2021	Firestein, Michael A.	210	Review T. Mungovan and L. Stafford memoranda on HTA model issues and draft same (0.40); Review and draft multiple correspondence to L. Stafford on HTA model issues for client (0.30).	0.70	597.10
16 Sep 2021	Stafford, Laura	210	E-mails with J. Collins, et al. regarding HTA fiscal plan model (0.30).	0.30	255.90
16 Sep 2021	Stafford, Laura	210	E-mails with T. Mungovan, M. Firestein, et al. regarding HTA fiscal plan model (0.90).	0.90	767.70
17 Sep 2021	Firestein, Michael A.	210	Attend conference call with client at HTA and McKinsey on fiscal plan model issues (0.80).	0.80	682.40

<b>Client Name</b>	FOMB (33260)	<b>Exhibit B</b>	<b>Page 114 of 121</b>	<b>Invoice Date</b>	04 Oct 2021
<b>Matter Name</b>	PROMESA TITLE III: HTA (0009)			<b>Invoice Number</b>	21068046

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
17 Sep 2021	Stafford, Laura	210	Call (partial) with R. Ramos, A. Figueroa, M. Firestein, et al. regarding HTA fiscal plan model (0.70).	0.70	597.10
21 Sep 2021	Firestein, Michael A.	210	Telephone conference with L. Stafford on HTA model disclosure request by UCC (0.20).	0.20	170.60
21 Sep 2021	Stafford, Laura	210	Calls with M. Firestein, N. Jaresko, A. Figueroa regarding HTA fiscal plan (0.20).	0.20	170.60
22 Sep 2021	Firestein, Michael A.	210	Review and draft correspondence on HTA model issues for UCC (0.20); Telephone conference with L. Stafford on HTA model strategy (0.20); Conference with Alix Partners, L. Stafford and UCC counsel on HTA model issues (0.20).	0.60	511.80
22 Sep 2021	Possinger, Paul V.	210	E-mails with Ernst Young and B. Rosen regarding HTA labor issues (0.20).	0.20	170.60
22 Sep 2021	Stafford, Laura	210	Call with M. Firestein regarding HTA fiscal plan model (0.20).	0.20	170.60
22 Sep 2021	Stafford, Laura	210	Call with S. Martinez, A. Bongartz, M. Firestein, et al. regarding HTA fiscal plan model (0.20).	0.20	170.60
22 Sep 2021	Stafford, Laura	210	E-mails with M. Firestein, A. Figueroa, et al. regarding HTA fiscal plan model (0.10).	0.10	85.30
26 Sep 2021	Levitan, Jeffrey W.	210	Teleconference with L. Rappaport regarding evidentiary objection to DRA Parties' exhibit to reply (0.20); Review draft evidentiary objection, e-mails M. Firestein, L. Rappaport regarding same (0.40).	0.60	511.80
26 Sep 2021	Rappaport, Lary Alan	210	Prepare evidentiary objection to DRA Parties' exhibit to reply in support of motion for administrative expense claim (1.80); E-mails with J. Levitan, E. Barak, M. Firestein, M. Triggs, J. Roche, D. Munkittrick, E. Stevens regarding same (0.20); Conference with J. Levitan regarding evidentiary objection to DRA Parties' exhibit to reply (0.20).	2.20	1,876.60

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 115 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21068046

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
27 Sep 2021	Firestein, Michael A.	210	Telephone conference with L. Rappaport, E. Barak and J. Levitan on evidence issues for administrative expense motion (0.20); Review revised evidence objection (0.20); Draft e-mail to M. Bienenstock on evidence objection to expert issues (0.20).	0.60	511.80
27 Sep 2021	Rappaport, Lary Alan	210	E-mails with J. Levitan, E. Barak, M. Triggs, M. Firestein, E. Stevens regarding evidentiary objection to Exhibit A to DRA Parties' reply to opposition to motion for allowance of administrative expense claim (0.20); Conference with J. Levitan, E. Barak, M. Triggs, M. Firestein, E. Stevens regarding same (0.20); Revise draft evidentiary objection to Exhibit A to DRA Parties' reply (0.30); E-mails with M. Bienenstock, J. Levitan, E. Barak, M. Triggs, M. Firestein, E. Stevens regarding same (0.20); E-mails with G. Miranda, H. Bauer regarding filing of evidentiary objection (0.10).	1.00	853.00
27 Sep 2021	Stevens, Elliot R.	210	Conference call with M. Firestein, others, relating to evidentiary objection (0.20).	0.20	170.60
29 Sep 2021	Stafford, Laura	210	Review and analyze summary document regarding HTA (0.20).	0.20	170.60
<b>Analysis and Strategy Sub-Total</b>				<b>10.90</b>	<b>\$9,297.70</b>
<b>General Administration – 212</b>					
07 Sep 2021	Monforte, Angelo	212	Review N.D. Alabama case docket, retrieve and distribute hearing transcript per J. Peterson.	0.20	58.20
08 Sep 2021	Monforte, Angelo	212	Review and edit citations to objection to DRA Parties' administrative expense claim per J. Peterson.	4.80	1,396.80
08 Sep 2021	Monforte, Angelo	212	Draft table of authorities to objection to DRA Parties' administrative expense claim per J. Peterson.	1.20	349.20
08 Sep 2021	Monforte, Angelo	212	Prepare exhibit to objection to DRA Parties' administrative expense claim per J. Peterson.	0.10	29.10
<b>General Administration Sub-Total</b>				<b>6.30</b>	<b>\$1,833.30</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 116 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21068046

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Plan of Adjustment and Disclosure Statement – 215</b>					
15 Sep 2021	Firestein, Michael A.	215	Review and draft multiple memoranda to L. Stafford on HTA fiscal plan model and review partial model (0.70).	0.70	597.10
15 Sep 2021	Rappaport, Lary Alan	215	E-mails L. Stafford, M. Firestein, T. Mungovan regarding fiscal plan model questions (0.20).	0.20	170.60
16 Sep 2021	Rappaport, Lary Alan	215	E-mails with T. Mungovan, L. Stafford, M. Firestein regarding HTA fiscal plan (0.20).	0.20	170.60
20 Sep 2021	Rosen, Brian S.	215	Revise HTA plan (1.70).	1.70	1,450.10
21 Sep 2021	Rosen, Brian S.	215	Conference call with Monolines regarding HTA documentation (0.20); Revise HTA plan (2.60).	2.80	2,388.40
23 Sep 2021	Rosen, Brian S.	215	Revise HTA plan (1.50).	1.50	1,279.50
<b>Plan of Adjustment and Disclosure Statement Sub-Total</b>				<b>7.10</b>	<b>\$6,056.30</b>

Client Name  
Matter NameFOMB (33260)  
PROMESA TITLE III: HTA (0009)

Exhibit B Page 117 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21068046

## Timekeeper Summary

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Fees Amount</u>
<b><u>Partner</u></b>			
Barak, Ehud	11.20	853.00	9,553.60
Bienenstock, Martin J.	7.60	853.00	6,482.80
Firestein, Michael A.	6.20	853.00	5,288.60
Levitan, Jeffrey W.	9.80	853.00	8,359.40
Possinger, Paul V.	0.20	853.00	170.60
Rappaport, Lary Alan	6.70	853.00	5,715.10
Rosen, Brian S.	8.90	853.00	7,591.70
Triggs, Matthew	0.20	853.00	170.60
Weise, Steven O.	19.50	853.00	16,633.50
<b>Total Partner</b>	<b>70.30</b>		<b>\$ 59,965.90</b>
<b><u>Associate</u></b>			
Esses, Joshua A.	0.90	853.00	767.70
Peterson, John A.	8.00	853.00	6,824.00
Stafford, Laura	2.80	853.00	2,388.40
Stevens, Elliot R.	0.20	853.00	170.60
<b>Total Associate</b>	<b>11.90</b>		<b>\$ 10,150.70</b>
<b><u>Legal Assistant</u></b>			
Monforte, Angelo	6.30	291.00	1,833.30
<b>Total Legal Assistant</b>	<b>6.30</b>		<b>\$ 1,833.30</b>
<b>Professional Fees</b>	<b>88.50</b>		<b>\$ 71,949.90</b>
<b>Total Billed</b>			<b>\$ 71,949.90</b>

**Client Name**  
**Matter Name**FOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 118 of 121

**Invoice Date**  
**Invoice Number**04 Oct 2021  
21067978**Task Summary**

<b>Task</b>	<b>Hours</b>	<b><u>Fees Incurred</u></b>
206 Documents Filed on Behalf of the Board	4.90	4,179.70
207 Non-Board Court Filings	0.40	341.20
210 Analysis and Strategy	0.80	682.40
<b>Total Fees</b>	<b>6.10</b>	<b>\$ 5,203.30</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 119 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21067978

## Description of Services Rendered

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Documents Filed on Behalf of the Board – 206</b>					
07 Sep 2021	Firestein, Michael A.	206	Draft joint status report in light of stay order (0.30).	0.30	255.90
07 Sep 2021	Rappaport, Lary Alan	206	Review June 2021 joint status report and order, Ambac and FGIC joint urgent consent motion for stay and order thereon for purposes of drafting joint status report to be filed September 17th, drafting of same (1.70); E-mails with M. Firestein regarding status, strategy for joint status report (0.20); Review M. Firestein edits to draft status report (0.20).	2.10	1,791.30
08 Sep 2021	Firestein, Michael A.	206	Draft further status report (0.20).	0.20	170.60
08 Sep 2021	Rappaport, Lary Alan	206	Review and implement M. Firestein edits, revisions, further revisions to draft joint status report (0.70); E-mails with B. Rosen, M. Firestein regarding same (0.10).	0.80	682.40
10 Sep 2021	Firestein, Michael A.	206	Review revised joint report and L. Rappaport correspondence to Peaje and other counsel (0.20).	0.20	170.60
10 Sep 2021	Rappaport, Lary Alan	206	E-mails with B. Rosen regarding draft Peaje joint status report, revisions, conference with M. Firestein regarding same (0.10); Revise draft joint status report and related e-mails with all counsel (0.50).	0.60	511.80
10 Sep 2021	Rosen, Brian S.	206	Review and revise Peaje report (0.10).	0.10	85.30
13 Sep 2021	Rappaport, Lary Alan	206	E-mails with counsel regarding joint status report, authorization (0.10).	0.10	85.30
17 Sep 2021	Rappaport, Lary Alan	206	Finalize joint status report for filing (0.30); E-mails with J. Alonzo, L. Stafford regarding pre-filing circulation of joint status report (0.10); E-mails with H. Bauer, C. Garcia, G. Miranda regarding filing of joint status report (0.10).	0.50	426.50
<b>Documents Filed on Behalf of the Board Sub-Total</b>				<b>4.90</b>	<b>\$4,179.70</b>

Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 120 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21067978

<u>Date</u>	<u>Timekeeper</u>	<u>Task</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
<b>Non-Board Court Filings – 207</b>					
07 Sep 2021	Firestein, Michael A.	207	Review court order and draft correspondence to L. Rappaport on strategy for new required status report (0.30).	0.30	255.90
20 Sep 2021	Rappaport, Lary Alan	207	Review docket text order on joint status report and related e-mail with B. Rosen, M. Firestein, T. Mungovan and L. Stafford (0.10).	0.10	85.30
<b>Non-Board Court Filings Sub-Total</b>				<b>0.40</b>	<b>\$341.20</b>
<b>Analysis and Strategy – 210</b>					
09 Sep 2021	Rappaport, Lary Alan	210	E-mail with B. Rosen, conference M. Firestein regarding joint status report (0.10).	0.10	85.30
14 Sep 2021	Firestein, Michael A.	210	Review multiple correspondence from third parties and L. Rappaport on joint status report content (0.20).	0.20	170.60
14 Sep 2021	Rappaport, Lary Alan	210	E-mail with counsel regarding draft joint status report due September 17th (0.10).	0.10	85.30
17 Sep 2021	Firestein, Michael A.	210	Review multiple correspondence from L. Rappaport and J. Alonzo on status report and related review of as-filed report with court (0.20).	0.20	170.60
20 Sep 2021	Firestein, Michael A.	210	Review multiple court orders on status report issues and related correspondence from L. Rappaport (0.20).	0.20	170.60
<b>Analysis and Strategy Sub-Total</b>				<b>0.80</b>	<b>\$682.40</b>



Client Name  
Matter NameFOMB (33260)  
HTA TITLE III – PEAJE (0051)

Exhibit B Page 121 of 121

Invoice Date  
Invoice Number04 Oct 2021  
21067978**Timekeeper Summary**

<b><u>Timekeeper</u></b>	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Fees Amount</u></b>
<b><u>Partner</u></b>			
Firestein, Michael A.	1.60	853.00	1,364.80
Rappaport, Lary Alan	4.40	853.00	3,753.20
Rosen, Brian S.	0.10	853.00	85.30
<b>Total Partner</b>	<b>6.10</b>		<b>\$ 5,203.30</b>
<b>Professional Fees</b>	<b>6.10</b>		<b>\$ 5,203.30</b>
<b>Total Billed</b>			<b>\$ 5,203.30</b>